

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT3664322

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>	MERGER	
<b>EFFECTIVE DATE:</b>	05/08/2015	
<b>CONVEYING PARTY DATA</b>		
	<b>Name</b>	<b>Execution Date</b>
	GLOBAL BIO THERAPEUTICS USA, INC. (GBT USA)	05/07/2015
<b>RECEIVING PARTY DATA</b>		
<b>Name:</b>	GLOBAL BIO THERAPEUTICS, INC.	
<b>Street Address:</b>	4370 LA JOLLA VILLAGE DRIVE, SUITE 400	
<b>City:</b>	SAN DIEGO	
<b>State/Country:</b>	CALIFORNIA	
<b>Postal Code:</b>	92122	
<b>PROPERTY NUMBERS Total: 1</b>		
	<b>Property Type</b>	<b>Number</b>
	<b>Application Number:</b>	14455865
<b>CORRESPONDENCE DATA</b>		
<b>Fax Number:</b>	(619)595-8135	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>		
<b>Phone:</b>	619-595-8010	
<b>Email:</b>	MLAIPSD@DENTONS.COM	
<b>Correspondent Name:</b>	STEPHANIE L. SEIDMAN	
<b>Address Line 1:</b>	DENTONS US LLP	
<b>Address Line 2:</b>	4435 EASTGATE MALL, SUITE 400	
<b>Address Line 4:</b>	SAN DIEGO, CALIFORNIA 92121	
<b>ATTORNEY DOCKET NUMBER:</b>	33809.00553.US01/553	
<b>NAME OF SUBMITTER:</b>	STEPHANIE SEIDMAN	
<b>SIGNATURE:</b>	/STEPHANIE SEIDMAN/	
<b>DATE SIGNED:</b>	12/17/2015	
<b>Total Attachments: 14</b>		
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# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "GLOBAL BIO THERAPEUTICS, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF MAY, A.D. 2015, AT 3:27 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5741332 8100

150616732



You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2353225

DATE: 05-06-15

PATENT  
REEL: 037327 FRAME: 0123

**CERTIFICATE OF INCORPORATION  
OF  
GLOBAL BIO THERAPEUTICS, INC.**

The undersigned, a natural person (the "Sole Incorporator"), for the purpose of organizing a corporation to conduct the business and promote the purposes hereunder stated, under the provisions and subject to the requirements of the laws of the State of Delaware, hereby certifies that:

**ARTICLE I.**

The name of this corporation is Global Bio Therapeutics, Inc. (the "Corporation").

**ARTICLE II.**

The address of the registered office of this Corporation in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808, County of New Castle, and the name of the registered agent of this Corporation in the State of Delaware at such address is Corporation Service Company.

**ARTICLE III.**

The purpose of this Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Delaware.

**ARTICLE IV.**

This Corporation is authorized to issue one class of shares of stock designated "Common Stock." The total number of shares which this Corporation is authorized to issue is twenty million (20,000,000) shares of Common Stock, each having a par value of \$0.0001.

**ARTICLE V.**

The Board of Directors is authorized to make, adopt, amend, alter or repeal the Bylaws of the Corporation. The stockholders shall also have power to make, adopt, amend, alter or repeal the Bylaws of the Corporation.

**ARTICLE VI.**

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. In addition to the powers and authority expressly conferred upon them by statute or by this Certificate of Incorporation or the Bylaws of the Corporation, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation. Election of directors need not be by written ballot, unless the Bylaws so provide.

## ARTICLE VII.

The name and mailing address of the Sole Incorporator are as follows:

Roger C. Rappoport, Esq.  
PROCOPIO, CORY, HARGREAVES & SAVITCH LLP  
1020 Marsh Road, Suite 200  
Menlo Park, CA 94025

## ARTICLE VIII.

A. To the fullest extent permitted by the Delaware General Corporation Law, as the same exists or as may hereafter be amended from time to time, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. If the Delaware General Corporation Law is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law, as so amended.

B. The Corporation shall indemnify, to the fullest extent permitted by applicable law, any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (a "Proceeding") by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding. The Corporation shall be required to indemnify a person in connection with a Proceeding initiated by such person only if the Proceeding was authorized by the Board of Directors.

C. The Corporation shall have the power to indemnify, to the extent permitted by the Delaware General Corporation Law, as it presently exists or may hereafter be amended from time to time, any employee or agent of the Corporation who was or is a party or is threatened to be made a party to any Proceeding by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding.

D. Neither any amendment nor repeal of this Article VIII, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article VIII, shall eliminate or reduce the effect of this Article VIII in respect of any matter occurring, or any cause of action, suit or claim accruing or arising or that, but for this Article VIII, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

**ARTICLE IX.**

The Corporation reserves the right to amend or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon a stockholder herein are granted subject to this reservation.

IN WITNESS WHEREOF, this Certificate of Incorporation has been subscribed this 5<sup>th</sup> day of May, 2015, by the undersigned who affirms that the statements made hereto are true and correct.

/s/ Roger C. Rappoport

Roger C. Rappoport, Sole Incorporator

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"GLOBAL BIO THERAPEUTICS USA, INC.", A NEVADA CORPORATION, WITH AND INTO "GLOBAL BIO THERAPEUTICS, INC." UNDER THE NAME OF "GLOBAL BIO THERAPEUTICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTH DAY OF MAY, A.D. 2015, AT 4 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5741332 8100M

150641280



You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2364973

DATE: 05-11-15

PATENT  
REEL: 037327 FRAME: 0127

## CERTIFICATE OF MERGER

of

Global Bio Therapeutics USA Inc.  
(a Nevada corporation)

with and into

Global Bio Therapeutics, Inc.  
(a Delaware corporation)

Under Section 252 of the General  
Corporation Law of the State of Delaware

The undersigned corporation, Global Bio Therapeutics, Inc., hereby certifies that:

**FIRST:** The name and state of incorporation of each of the constituent corporations is: Global Bio Therapeutics USA Inc., a Nevada corporation ("GBT Nevada"), and Global Bio Therapeutics, Inc., a Delaware corporation ("GBT Delaware").

**SECOND:** An Agreement and Plan of Merger dated as of May 7, 2015 by and between GBT Nevada and GBT Delaware (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the provisions of Section 252 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation is Global Bio Therapeutics, Inc.

**FOURTH:** The Certificate of Incorporation of GBT Delaware shall be the Certificate of Incorporation of the surviving corporation.

**FIFTH:** The executed Merger Agreement is on file at the principal place of business of GBT Delaware at 4370 La Jolla Village Dr., Northern Trust Building, Suite #400, San Diego, California 92122.

**SIXTH:** A copy of the Merger Agreement will be furnished by GBT Delaware on request, and without cost, to any stockholder of any constituent corporation or any member of any constituent limited liability company.

**SEVENTH:** The authorized stock and par value of the non-Delaware corporation is 3,000,000 shares of Common Stock, no par value.

**SEVENTH:** This Certificate of Merger shall be effective immediately upon filing.



IN WITNESS WHEREOF, Global Bio Therapeutics, Inc. has caused this Certificate of Merger to be signed by an authorized officer, the 7<sup>th</sup> day of May, 2015.

Global Bio Therapeutics, Inc.,  
a Delaware corporation

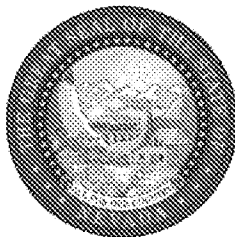
By: 

Name: Gustavo Cabrera

Title: Chief Executive Officer

STATE OF NEVADA

BARBARA K. CEGAVSKE  
Secretary of State



JEFFERY LANDERFELT  
Deputy Secretary  
for Commercial Recordings

OFFICE OF THE  
SECRETARY OF STATE

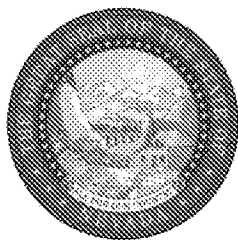
**Certified Copy**

May 14, 2015

**Job Number:** C20150514-1902  
**Reference Number:**  
**Expedite:**  
**Through Date:**

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20150220540-21	Merge Out	6 Pages/1 Copies



Respectfully,

*Barbara K. Cegavske*

BARBARA K. CEGAVSKE  
Secretary of State

Certified By: Nita Hibshman  
Certificate Number: C20150514-1902  
You may verify this certificate  
online at <http://www.nvsos.gov/>

**Commercial Recording Division**  
202 N. Carson Street  
Carson City, Nevada 89701-4201  
Telephone (775) 684-5708  
Fax (775) 684-7138

**PATENT**  
**REEL: 037327 FRAME: 0130**



\*140103\*



ROSS MILLER  
Secretary of State  
204 North Carson Street, Suite 1  
Carson City, Nevada 89701-4520  
(775) 684-5708  
Website: [www.nvsos.gov](http://www.nvsos.gov)

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number <b>20150220540-21</b> Filing Date and Time <b>05/14/2015 8:44 AM</b> Entity Number <b>E0229672011-1</b>
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## Articles of Merger

(PURSUANT TO NRS 92A.200)

Page 1

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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### Articles of Merger (Pursuant to NRS Chapter 92A)

**1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200):**

☐ If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from article one.

Global Bio Therapeutics USA Inc.

Name of **merging** entity

Nevada

Jurisdiction

Corporation

Entity type \*

Name of **merging** entity

Jurisdiction

Entity type \*

Name of **merging** entity

Jurisdiction

Entity type \*

Name of **merging** entity

Jurisdiction

Entity type \*

and,

Global Bio Therapeutics, Inc.

Name of **surviving** entity

Delaware

Jurisdiction

Corporation

Entity type \*

\* Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

**Filing Fee: \$350.00**

*This form must be accompanied by appropriate fees.*

Nevada Secretary of State 92A Merger Page 1  
Revised: 8-31-11

**PATENT**  
**REEL: 037327 FRAME: 0131**



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Secretary of State  
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## Articles of Merger

(PURSUANT TO NRS 92A.200)

Page 2

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- 2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger - NRS 92A.190):

Attn: Roger Rappoport

c/o: Procopio, Cory, Hargreaves & Savitch  
12544 High Bluff Drive, Suite 300  
San Diego, CA 92130

- 3) Choose one:

☒ The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).

☐ The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180).

- 4) Owner's approval (NRS 92A.200) (options a, b or c must be used, as applicable, for each entity):

☐ If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from the appropriate section of article four.

(a) Owner's approval was not required from

Name of **merging** entity, if applicable

Name of **merging** entity, if applicable

Name of **merging** entity, if applicable

Name of **merging** entity, if applicable

and, or,

Name of **surviving** entity, if applicable

*This form must be accompanied by appropriate fees.*

Nevada Secretary of State 92A Merger Page 2  
Revised: 8-31-11

**PATENT**  
**REEL: 037327 FRAME: 0132**



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## Articles of Merger

(PURSUANT TO NRS 92A.200)

Page 3

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(b) The plan was approved by the required consent of the owners of \*:

Global Bio Therapeutics USA Inc.,  
Name of **merging** entity, if applicable

Name of **merging** entity, if applicable

Name of **merging** entity, if applicable

Name of **merging** entity, if applicable

and, or,

Global Bio Therapeutics, Inc.,  
Name of **surviving** entity, if applicable

\* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.

*This form must be accompanied by appropriate fees.*

Nevada Secretary of State 92A Merger Page 3  
Revised: 8-31-11

**PATENT**  
**REEL: 037327 FRAME: 0133**



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## Articles of Merger

(PURSUANT TO NRS 92A.200)

Page 4

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(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.160):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

Name of **merging** entity, if applicable

Name of **merging** entity, if applicable

Name of **merging** entity, if applicable

Name of **merging** entity, if applicable

and, or,

Name of **surviving** entity, if applicable

*This form must be accompanied by appropriate fees.*

Nevada Secretary of State 92A Merger Page 4  
Revised: 8-31-11

**PATENT**  
**REEL: 037327 FRAME: 0134**



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## Articles of Merger

(PURSUANT TO NRS 92A.200)

Page 5

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5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)\*:

6) Location of Plan of Merger (check a or b):

☐

(a) The entire plan of merger is attached;

or,

☒

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)

Date:

Time:

\* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

*This form must be accompanied by appropriate fees.*

Nevada Secretary of State 92A Merger Page 5  
Revised: 8-31-11

PATENT  
REEL: 037327 FRAME: 0135



BARBARA K. CEGAVSKE  
Secretary of State  
202 North Carson Street  
Carson City, Nevada 89701-4201  
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## Articles of Merger

(PURSUANT TO NRS 92A.200)

Page 6

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- 8) Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or one member if there are no managers; A trustee of each Nevada business trust (NRS 92A.230)\*

☐ If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from article eight.

Global Bio Therapeutics USA Inc.  
Name of merging entity

X  
Signature

President  
Title

May 7, 2015  
Date

Name of merging entity

X  
Signature

Title

Date

Name of merging entity

X  
Signature

Title

Date

Name of merging entity

X  
Signature

Title

Date

and,

Global Bio Therapeutics, Inc.  
Name of surviving entity

X  
Signature

President  
Title

May 7, 2015  
Date

\* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

*This form must be accompanied by appropriate fees.*

Nevada Secretary of State 92A Merger Page 6  
Revised 1-5-15

PATENT

RECORDED: 12/17/2015

REEL: 037327 FRAME: 0136