

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT4188915

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/01/2016
CONVEYING PARTY DATA	
Name	Execution Date
DERMAL DEVICES INC.	08/01/2016
RECEIVING PARTY DATA	
Name:	D.T.R. DERMAL THERAPY RESEARCH INC.
Street Address:	3 SPRUCEDALE COURT
City:	LONDON
State/Country:	CANADA
Postal Code:	N5X 2N9
PROPERTY NUMBERS Total: 6	
Property Type	Number
Patent Number:	6517482
Patent Number:	7050847
Patent Number:	9022932
Application Number:	14157298
Application Number:	14157309
Application Number:	14703590
CORRESPONDENCE DATA	
Fax Number:	(416)863-2653
<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>	
Phone:	4168632364
Email:	alex.sair@blakes.com
Correspondent Name:	ALEX SAIR
Address Line 1:	199 BAY STREET, SUITE 4000, COMMERCE COURT WEST
Address Line 4:	TORONTO, CANADA M5L 1A9
ATTORNEY DOCKET NUMBER:	50586/00070
NAME OF SUBMITTER:	ALEX SAIR
SIGNATURE:	/Alex Sair/
DATE SIGNED:	12/16/2016

Total Attachments: 6

source=50586-70_AmalgamationCert#page1.tif

source=50586-70_AmalgamationCert#page2.tif

source=50586-70_AmalgamationCert#page3.tif

source=50586-70_AmalgamationCert#page4.tif

source=50586-70_AmalgamationCert#page5.tif

source=50586-70_AmalgamationCert#page6.tif



Certificate of Amalgamation

Canada Business Corporations Act

Certificat de fusion

Loi canadienne sur les sociétés par actions

D.T.R. DERMAL THERAPY RESEARCH INC.

Corporate name / Dénomination sociale

973334-5

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

JE CERTIFIE que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Virginie Ethier

Director / Directeur

2016-08-01

Date of Amalgamation (YYYY-MM-DD)

Date de fusion (AAAA-MM-JJ)



Industry
Canada

Industria
Canada

Canada Business Corporations Act (CBCA)
FORM 9
ARTICLES OF AMALGAMATION
(Section 185)

1 - Corporate name of the amalgamated corporation

D.T.R. DERMAL THERAPY RESEARCH INC.

2 - The province or territory in Canada where the registered office is situated (do not indicate the full address)

Ontario

3 - The classes and any maximum number of shares that the corporation is authorized to issue

The annexed Schedule I is incorporated into this form.

4 - Restrictions, if any, on share transfers

No shares may be transferred without the express consent in writing of the holders of a majority of the Corporation's issued voting shares.

5 - Minimum and maximum number of directors (for a fixed number of directors, please indicate the same number in both boxes)

Minimum number

1

Maximum number

3

6 - Restrictions, if any, on the business the corporation may carry on

None.

7 - Other provisions, if any

The annexed Schedule II is incorporated into this form.

8 - The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:

<input checked="" type="radio"/> 183 - Long form : approved by special resolution of shareholders	<input type="radio"/> 184(1) - Vertical short-form : approved by resolution of directors	<input type="radio"/> 184(2) - Horizontal short-form : approved by resolution of directors
---	--	--

9 - Declaration

I hereby certify that I am a director or an authorized officer of the following corporation:

Name of the amalgamating corporations	Corporation number	Signature
D.T.R. DERMAL THERAPY RESEARCH INC.	2 3 7 0 6 9 7	
PERLMUTTER BROTHERS INCORPORATED	9839640	
DERMAL DEVICES INC.	9839674	

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding six months or to both (subsection 250(1) of the CBCA).

SCHEDULE I

The classes of shares and any maximum number of shares
that the Corporation is authorized to issue

(a) The Corporation is authorized to issue an unlimited number of shares in each of the following classes:

Common;
Class "A" Special; and
Class "B" Special.

(b) The rights, privileges, restrictions and conditions attaching to each class of shares of the Corporation are as set out in the following paragraphs.

(c) The holders of the Common shares shall be entitled:

i) to receive notice of, to attend and to vote at all meetings of shareholders of the Corporation except meetings at which only holders of a specified class of shares are entitled to vote;

ii) in each financial year of the Corporation in the discretion of the board of directors, and to the exclusion of the shares of any other class, non-cumulative dividends payable in such amounts and at such times as the directors may determine; and

iii) to receive, subject to the rights of the holders of any Special shares of the Corporation, the remaining property of the Corporation on the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary.

(d) The holders of the Class "A" Special shares shall be entitled:

i) to receive notice of, to attend and to vote at all meetings of the shareholders of the Corporation except meetings at which only holders of a specified class of shares are entitled to vote;

ii) in each financial year of the Corporation in the discretion of the board of directors, to non-cumulative annual dividends of not more than 6% of the redemption value thereof per share;

iii) to receive the redemption value thereof per share upon any redemption or purchase for cancellation by the Corporation; the Corporation may redeem or purchase for cancellation the whole or any part of the Class "A" Special shares on payment for each share to be redeemed of the redemption value thereof together with all dividends declared thereon but unpaid; the holder of any Class "A" Special share may require the Corporation to redeem or purchase for cancellation the whole or any part of the Class "A" Special shares registered in the name of the holder on the books of the Corporation at the redemption value thereof per share together with all dividends declared thereon but unpaid;

iv) In the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the holders of the Class "A" Special shares shall be entitled to receive, before any distribution of any part of the assets of the Corporation among the holders of any other class of shares of the Corporation, an amount equal to the redemption value thereof per share together with all dividends declared thereon and unpaid and no more; and

- v) the redemption value of each Class "A" Special share is One Dollar (\$1.00) per share.
- (e) The holders of the Class "B" Special shares shall be entitled:
 - i) to receive notice of, to attend and to vote at all meetings of the shareholders of the Corporation except meetings at which only holders of a specified class of shares are entitled to vote;
 - ii) in each financial year of the Corporation in the discretion of the board of directors, to non-cumulative annual dividends of not more than 8% of the redemption value thereof per share;
 - iii) to receive the redemption value thereof per share upon any redemption or purchase for cancellation by the Corporation; the Corporation may redeem or purchase for cancellation the whole or any part of the Class "B" Special shares on payment for each share to be redeemed of the redemption value thereof together with all dividends declared thereon but unpaid; the holder of any Class "B" Special share may require the Corporation to redeem or purchase for cancellation the whole or any part of the Class "B" Special shares registered in the name of the holder on the books of the Corporation at the redemption value thereof per share together with all dividends declared thereon and unpaid and no more;
 - iv) in the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the holders of the Class "B" Special shares shall be entitled to receive, subject to the rights of the holders of Class "A" Special shares but before any distribution of any part of the assets of the Corporation among the holders of the Common shares of the Corporation, an amount equal to the redemption value thereof per share together with all dividends declared thereon and unpaid and no more; and
- v) the redemption value of each Class "B" Special share is One Dollar (\$1.00) per share.

SCHEDULE II

Other Provisions

Limitation on Number of Shareholders

The number of shareholders of the Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to not more than fifty, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder.

No Public Distribution

Any invitation to the public to subscribe for securities of the Corporation is prohibited.

Canada Business Corporations Act (CBCA)

FORM 2

INITIAL REGISTERED OFFICE ADDRESS AND FIRST BOARD OF DIRECTORS

(Sections 19 and 106)

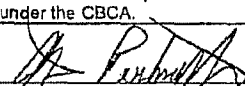
To be filed with Articles of Incorporation, Amalgamation or Continuance

1 - Corporate name
D.T.R. DERMAL THERAPY RESEARCH INC.

2 - Address of registered office (must be a street address, a P.O. Box is not acceptable)		
Number and street name : 3 Sprucedale Court		
City : London	Province / Territory : Ontario	Postal Code : N5X 2N9

3 - Additional address		
Care of :		
Number and street name :		
City :	Province / Territory :	Postal Code :

4 - Members of the board of directors		
FIRST AND LAST NAME	ADDRESS (must be a street address, a P.O. Box is not acceptable)	CANADIAN RESIDENT (Yes/No)
Alan Perlmutter	3 Sprucedale Court, London, Ontario N5X 2N9	Yes
Edward Perlmutter	112 Viewmount Avenue, Toronto, Ontario M6B 1T6	Yes
Ronald Perlmutter	3 Marwood Road, Toronto, Ontario M6B 3G1	Yes

5 - Declaration	
I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing into or amalgamating under the CBCA.	
Signature: 	
Print name: Alan L. Perlmutter	Telephone number: 519-439-6633
Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or to both (subsection 250(1) of the CBCA).	