

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT4856230

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	MERGER	
EFFECTIVE DATE:	10/10/2016	
CONVEYING PARTY DATA		
	Name	Execution Date
	HERMES MERGER SUB I, INC.	10/10/2016
RECEIVING PARTY DATA		
Name:	VINDICO NANOBIO TECHNOLOGY, INC.	
Street Address:	A169, ASTECC, UNIVERSITY OF KENTUCKY	
City:	LEXINGTON	
State/Country:	KENTUCKY	
Postal Code:	40506	
PROPERTY NUMBERS Total: 1		
	Property Type	Number
	Application Number:	14339749
CORRESPONDENCE DATA		
Fax Number:	(202)842-7899	
<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:	202-842-7899	
Email:	cheath@cooley.com	
Correspondent Name:	COOLEY LLP	
Address Line 1:	1299 PENNSYLVANIA AVE., NW	
Address Line 2:	SUITE 700	
Address Line 4:	WASHINGTON, D.C. 20004	
ATTORNEY DOCKET NUMBER:	POTH-018/C01US	
NAME OF SUBMITTER:	KATHERINE MILLER	
SIGNATURE:	/Katherine Miller/	
DATE SIGNED:	03/07/2018	
Total Attachments: 6		
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Delaware

The First State

Page 1

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:

"HERMES MERGER SUB I, INC.", A DELAWARE CORPORATION,
WITH AND INTO "VINDICO NANOBIO TECHNOLOGY, INC." UNDER THE
NAME OF "VINDICO NANOBIO TECHNOLOGY, INC.", A CORPORATION
ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE,
AS RECEIVED AND FILED IN THIS OFFICE ON THE TENTH DAY OF
OCTOBER, A.D. 2016, AT 6:04 O'CLOCK P.M.

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



4459535 8100M
SR# 20166143561

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 203137363
Date: 10-10-16

PATENT
REEL: 045138 FRAME: 0988

**CERTIFICATE OF MERGER OF
HERMES MERGER SUB I, INC., a Delaware corporation
WITH AND INTO
VINDICO NANOBIO TECHNOLOGY, INC., a Delaware corporation**

Pursuant to Section 251 of the
General Corporation Law of the State of Delaware

Vindico NanoBioTechnology, Inc., a Delaware corporation ("*Vindico*"), does hereby certify to the following facts relating to the merger (the "*Merger*") of Hermes Merger Sub I, Inc., a Delaware corporation ("*Merger Sub*"), with and into Vindico, with Vindico remaining as the surviving entity of the Merger (the "*Surviving Entity*");

- FIRST: Vindico is incorporated pursuant to the General Corporation Law of the State of Delaware (the "*DGCL*"). Merger Sub is incorporated pursuant to the DGCL. Vindico and Merger Sub are the constituent entities in the Merger.
- SECOND: An Agreement and Plan of Merger and Reorganization has been approved, adopted, certified, executed and acknowledged by Vindico and Merger Sub in accordance with the provisions of Section 251(c) of the DGCL.
- THIRD: The name of the Surviving Entity shall be Vindico NanoBioTechnology, Inc.
- FOURTH: Upon the effectiveness of the Merger, the certificate of incorporation of the Surviving Entity as in effect immediately prior to the Merger becoming effective shall be amended and restated at the effective time to read in its entirety as so provided in ATTACHMENT A, and as so amended and restated shall be the certificate of incorporation of the Surviving Entity, until further amended in accordance with applicable law.
- FIFTH: The executed Agreement and Plan of Merger and Reorganization is on file at the principal place of business of Vindico, the Surviving Entity, A169, ASTeCC, University of Kentucky, Lexington, Kentucky 40506.
- SIXTH: A copy of the executed Agreement and Plan of Merger and Reorganization will be furnished by Vindico, the Surviving Entity, on request and without cost, to any stockholder of any constituent entity of the Merger.
- SEVENTH: This Certificate of Merger shall become effective upon filing.

IN WITNESS WHEREOF, Vindico has caused this Certificate of Merger to be executed by its duly authorized officer as of October 10, 2016.

VINDICO NANOBIO TECHNOLOGY, INC.

By: Christopher Young
Name: Christopher Young
Title: Secretary

ATTACHMENT A

Amended and Restated Certificate of Incorporation

(See attached.)

**SECOND AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION**

OF

VINDICO NANOBIO TECHNOLOGY, INC.

I.

The name of this corporation is VINDICO NANOBIO TECHNOLOGY, INC. (the "*Company*").

II.

The address of the registered office of the Corporation in the State of Delaware is 1313 N. Market Street, Suite 5100 in the City of Wilmington, State of Delaware 19801, County of New Castle. The name of its registered agent at such address is PHS Corporate Services, Inc.

III.

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

IV.

This corporation is authorized to issue only one class of stock, to be designated Common Stock. The total number of shares of Common Stock presently authorized is 100, each having a par value of \$0.0001.

V.

A. The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by the Board of Directors in the manner provided in the Bylaws.

B. The Board of Directors is expressly empowered to adopt, amend or repeal the Bylaws of the corporation. The stockholders shall also have power to adopt, amend or repeal the Bylaws of the corporation; provided, however, that, in addition to any vote of the holders of any class or series of stock of the corporation required by law or by this Amended and Restated Certificate of Incorporation, such action by stockholders shall require the affirmative vote of the holders of at least a majority of the voting power of all of the then-outstanding shares of the capital stock of the corporation entitled to vote generally in the election of directors, voting together as a single class.

VI.

A. The liability of the directors for monetary damages shall be eliminated to the fullest extent under applicable law.

B. To the fullest extent permitted by applicable law, the corporation shall provide indemnification of (and advancement of expenses to) directors and officers of the corporation, and is authorized to provide indemnification of (and advancement of expenses to) agents of the corporation (and any other persons to which applicable law permits the corporation to provide indemnification), in each case through Bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise in excess of the indemnification and advancement otherwise permitted by such applicable law. If applicable law is amended after approval by the stockholders of this Article VI to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director to the corporation shall be eliminated or limited to the fullest extent permitted by applicable law as so amended.

C. Any repeal or modification of this Article VI shall only be prospective and shall not affect the rights or protections or increase the liability of any director under this Article VI in effect at the time of the alleged occurrence of any act or omission to act giving rise to liability or indemnification.

VII.

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Amended and Restated Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

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