

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT5129801

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/25/2015

CONVEYING PARTY DATA

Name	Execution Date
TUCSON ACQUISITION CORP.	08/25/2015

RECEIVING PARTY DATA

Name:	CELLULAR RESEARCH, INC.
Street Address:	4040 CAMPBELL AVENUE
Internal Address:	SUITE 110
City:	MENLO PARK
State/Country:	CALIFORNIA
Postal Code:	94025

PROPERTY NUMBERS Total: 2

Property Type	Number
Application Number:	16038979
Application Number:	16038887

CORRESPONDENCE DATA

Fax Number: (949)760-9502

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.

Phone: 9497600404

Email: efilings@knobbe.com

Correspondent Name: KNOBBE, MARTENS, OLSON & BEAR, LLP

Address Line 1: 2040 MAIN STREET

Address Line 2: 14TH FLOOR

Address Line 4: IRVINE, CALIFORNIA 92614

ATTORNEY DOCKET NUMBER:	BDCRI.006C7//BDCRI.006C8
NAME OF SUBMITTER:	Y. PAUL CHANG
SIGNATURE:	/ Y. Paul Chang /
DATE SIGNED:	09/07/2018

Total Attachments: 9

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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:

"TUCSON ACQUISITION CORP.", A DELAWARE CORPORATION,
WITH AND INTO "CELLULAR RESEARCH, INC." UNDER THE NAME OF
"CELLULAR RESEARCH, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF AUGUST, A.D. 2015, AT
1:22 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

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SR# 20182504215

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

Authentication: 202468562
Date: 04-06-18

PATENT
REEL: 046813 FRAME: 0297

STATE OF DELAWARE
CERTIFICATE OF MERGER
OF
TUCSON ACQUISITION CORP.
WITH AND INTO
CELLULAR RESEARCH, INC.

Pursuant to Title 8, Section 251 of the Delaware General Corporation Law (“DGCL”), the undersigned, Cellular Research, Inc., a Delaware corporation, does hereby certify that:

FIRST: The name of the surviving corporation is Cellular Research, Inc. (“Surviving Corporation”) and the name of the corporation being merged into this Surviving Corporation is: Tucson Acquisition Corp. (“Merging Corporation”).

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.

THIRD: The name of the Surviving Corporation is Cellular Research, Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of the Surviving Corporation shall be amended and restated in its entirety, effective as of the date hereof, to read in the form attached hereto as Exhibit A.

FIFTH: The merger is to become effective on August 25, 2015.

SIXTH: The Agreement of Merger is on file at the offices of the Surviving Corporation at 1 Becton Drive, Franklin Lakes, New Jersey 07417.

SEVENTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation to any stockholder of either constituent corporation upon request and without charge.

[Signature page follows]

IN WITNESS WHEREOF, the Surviving Corporation has caused this Certificate of Merger to be signed by an authorized officer, the 25th day of August, 2015.

CELLULAR RESEARCH, INC.

By: 

Name: Ari A. Chaney

Title: CFO

[Signature Page to Certificate of Merger]

PATENT
REEL: 046813 FRAME: 0299

EXHIBIT A

Amended and Restated Certificate of Incorporation

[attached]

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
CELLULAR RESEARCH, INC.

* * * * *

1. The name of the corporation is: Cellular Research, Inc.

2. The address of its registered office in the State of Delaware is:
Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County,
Delaware 19801. The name of its registered agent at such address is: The Corporation
Trust Company.

3. The nature of the business or purposes to be conducted or promoted is:
To engage in any lawful act or activity for which corporations may be organized under
the General Corporation Law of Delaware.

4. The total number of shares of stock which the corporation shall have
authority to issue is: One thousand (1,000) shares of Common Stock, \$0.01 par value
per share. Each share of Common Stock shall be entitled to one vote.

At all elections of the directors of the corporation, each stockholder shall be
entitled to as many votes as shall equal the number of votes which (except for such
provision as to cumulative voting) he would be entitled to cast for the election of
directors with respect to his shares of stock multiplied by the number of directors to be
elected by him, and he may cast all of such votes for a single director or may distribute
them among the number to be voted for, or for any two or more of them as he may see
fit.

5. The corporation is to have perpetual existence.

6. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To make, alter or repeal the by-laws of the corporation.

To authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation.

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserve in the manner in which it was created.

To designate one or more committees, each committee to consist of one or more of the directors of the corporation. The board may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. The by-laws may provide that in the absence or disqualification of a member of a committee, the member or members present at any meeting and not disqualified from voting, whether or not such member or members constitute a quorum, may unanimously appoint another member of the board of directors to act at the meeting in the place of any such absent or disqualified member. Any such committee, to the extent provided in the resolution of the board of directors, or in the by-laws of the corporation, shall have and may exercise all the powers and authority of the board of directors in the management of the business and affairs of the corporation, and may authorize the seal of the corporation to be affixed to all papers which may require it; but no such committee shall have the power or authority in reference to the following matters: (i) approving or adopting, or recommending to the

stockholders, any action or matter (other than the election or removal of directors) expressly required by the General Corporation Law of Delaware to be submitted to stockholders for approval or (ii) adopting, amending or repealing any bylaw of the corporation.

When and as authorized by the stockholders in accordance with law, to sell, lease or exchange all or substantially all of the property and assets of the corporation, including its good will and its corporate franchises, upon such terms and conditions and for such consideration, which may consist in whole or in part of money or property including shares of stock in, and/or other securities of, any other corporation or corporations, as its board of directors shall deem expedient and for the best interests of the corporation.

7. Elections of directors need not be by written ballot unless the by-laws of the corporation shall provide.

Meetings of stockholders may be held within or without the State of Delaware, as the by-laws may provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the by-laws of the corporation.

Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers

appointed for this corporation under the provisions of Section 291 of the General Corporation Law of Delaware or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of Section 279 of the General Corporation Law of Delaware order a meeting of the creditors or class of creditors, and /or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as a consequence of such compromise or arrangement, the said compromise or arrangement and said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.

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

9. 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 except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of

the General Corporation Law of Delaware, or (iv) for any transaction from which the director derived any improper personal benefit. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.