

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT5862882

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME	
<b>CONVEYING PARTY DATA</b>		
	<b>Name</b>	<b>Execution Date</b>
	ABIDE THERAPEUTICS, INC.	05/28/2019
<b>RECEIVING PARTY DATA</b>		
<b>Name:</b>	LUNDBECK LA JOLLA RESEARCH CENTER, INC.	
<b>Street Address:</b>	10835 ROAD TO THE CURE	
<b>City:</b>	SAN DIEGO	
<b>State/Country:</b>	CALIFORNIA	
<b>Postal Code:</b>	92121	
<b>PROPERTY NUMBERS Total: 2</b>		
<b>Property Type</b>	<b>Number</b>	
<b>PCT Number:</b>	US2018033964	
<b>PCT Number:</b>	US2018033959	
<b>CORRESPONDENCE DATA</b>		
<b>Fax Number:</b>	(650)493-6811	
<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>	650-493-9300	
<b>Email:</b>	mimi.nguyen@wsgr.com, patentdocket@wsgr.com	
<b>Correspondent Name:</b>	WILSON SONSINI GOODRICH & ROSATI	
<b>Address Line 1:</b>	650 PAGE MILL ROAD	
<b>Address Line 4:</b>	PALO ALTO, CALIFORNIA 94301	
<b>ATTORNEY DOCKET NUMBER:</b>	46234-737/738.601	
<b>NAME OF SUBMITTER:</b>	MIMI NGUYEN	
<b>SIGNATURE:</b>	/Mimi Nguyen/	
<b>DATE SIGNED:</b>	12/11/2019	
<b>Total Attachments: 5</b>		
source=46234 Certified Certificate of merger#page1.tif		
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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:

"ABBY ACQUISITION, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "ABIDE THERAPEUTICS, INC." UNDER THE NAME OF  
"LUNDBECK LA JOLLA RESEARCH CENTER, INC.", A CORPORATION  
ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE,  
AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF  
MAY, A.D. 2019, AT 9:46 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF  
THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-EIGHTH DAY OF  
MAY, A.D. 2019 AT 10 O'CLOCK A.M.



4960412 8100M  
SR# 20195755483

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://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 in a small font.

Authentication: 203135983  
Date: 07-01-19

PATENT  
REEL: 051252 FRAME: 0798

**CERTIFICATE OF MERGER  
OF**

**ABBY ACQUISITION, INC.  
WITH AND INTO  
ABIDE THERAPEUTICS, INC.**

Pursuant to Section 251 of the  
Delaware General Corporation Law

\* \* \* \* \*

May 28, 2019

Abide Therapeutics, Inc., a Delaware corporation (the "**Company**"), desiring to merge Abby Acquisition, Inc., a Delaware corporation, ("**Sub**"), with and into the Company with the Company continuing as the surviving corporation (the "**Merger**") pursuant to the provisions of Section 251 of the Delaware General Corporation Law, DOES HEREBY CERTIFY as follows:

**FIRST:** The name and state of incorporation of each constituent corporation that is a party to the Merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Abide Therapeutics, Inc.	Delaware
Abby Acquisition, Inc.	Delaware

**SECOND:** An Agreement and Plan of Merger, dated as of May 6, 2019 (as amended, the "**Merger Agreement**"), by and among Lundbeck LLC, a Delaware limited liability company, the Company, Sub and Shareholder Representative Services, LLC, setting forth the terms and conditions of the Merger, has been approved, adopted, executed and acknowledged by the Company and by Sub in accordance with Section 228 and Section 251(b) and (c) of the Delaware General Corporation Law.

**THIRD:** The name of the surviving corporation of the Merger (the "**Surviving Corporation**") shall be "Lundbeck La Jolla Research Center, Inc.", and the corporation being merged into the Surviving Corporation is the Sub.

**FOURTH:** Upon the effectiveness of the Merger, the Certificate of Incorporation of the Surviving Corporation shall be in the form attached as Exhibit A hereto, until thereafter amended in accordance with the terms thereof or as provided by applicable law.

**FIFTH:** A copy of the executed Merger Agreement is on file at the principal place of business of the Surviving Corporation at 6 Parkway North, Suite 400, Deerfield, IL 60015.

**SIXTH:** A copy of the executed Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the constituent corporations of the Merger.

**SEVENTH:** This Certificate of Merger shall be effective as of 10:00 AM on May 28, 2019.

IN WITNESS WHEREOF, the Surviving Corporation has caused this Certificate of Merger to be executed by its duly authorized officer as of the date first written above.

ABIDE THERAPEUTICS, INC.

A handwritten signature in dark ink, appearing to be 'Peter Anastasiou', is written over a horizontal line. The signature is stylized with a large, looped 'P' and 'A'.

By:

Name: Peter Anastasiou

Title: President

*[Signature Page to Certificate of Merger]*

Exhibit A

Amended and Restated Certificate of Incorporation

CERTIFICATE OF INCORPORATION

OF

LUNDBECK LA JOLLA RESEARCH CENTER, INC.

**FIRST:** The name of the corporation is Lundbeck La Jolla Research Center, Inc. (the "Corporation").

**SECOND:** The address of the initial registered office of the Corporation in the State of Delaware is 251 Little Falls Drive, Wilmington, New Castle County, DE 19808. The name of its registered agent at such address is Corporation Service Company.

**THIRD:** The nature of the business or purposes to be conducted or promoted by the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law (the "DGCL").

**FOURTH:** The Corporation shall have the authority to issue one thousand (1,000) shares of common stock, \$0.01 par value per share.

**FIFTH:** The Sole Director of the Corporation is Peter Anastasiou whose mailing address is 6 Parkway North, Suite 400, Deerfield, IL 60015.

**SIXTH:** To the fullest extent permitted by law, 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 DGCL or any other law of the State of Delaware is amended after approval by the stockholders of this Article Sixth 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 DCGL as so amended.

Any repeal or modification of the foregoing provisions of this Article Sixth by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of, or increase the liability of any director of the Corporation with respect to any acts or omissions of such director occurring prior to, such repeal or modification.

**SEVENTH:** To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors,

officers and agents of the Corporation (and any other persons to which the DGCL permits the Corporation to provide indemnification) 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 Section 145 of the DGCL.

Any amendment, repeal or modification of the foregoing provisions of this Article Seventh shall not adversely affect any right or protection of any director, officer or other agent of the Corporation existing at the time of such amendment, repeal or modification.