

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5893499

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
BOEHRINGER INGELHEIM VETMEDICA, INC.	12/21/2018
RECEIVING PARTY DATA	
Name:	BOEHRINGER INGELHEIM ANIMAL HEALTH USA INC.
Street Address:	3239 SATELLITE BLVD., BLDG. 500
City:	DULUTH
State/Country:	GEORGIA
Postal Code:	30096
PROPERTY NUMBERS Total: 3	
Property Type	Number
Application Number:	15980286
Application Number:	15456013
Application Number:	15886531
CORRESPONDENCE DATA	
Fax Number:	(678)638-3350
<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>	
Email:	assignment.ip@merial.com
Correspondent Name:	DR. JUDY JARECKI-BLACK, ESQ.
Address Line 1:	3239 SATELLITE BLVD.
Address Line 4:	DULUTH, GEORGIA 30096
ATTORNEY DOCKET NUMBER:	BIVI & BIAH
NAME OF SUBMITTER:	JOAN DSOUZA
SIGNATURE:	/JOAN DSOUZA/
DATE SIGNED:	01/03/2020
Total Attachments: 4	
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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

BOEHRINGER INGELHEIM ANIMAL HEALTH USA INC.

WITH AND INTO

BOEHRINGER INGELHEIM VETMEDICA, INC.

Pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"), Boehringer Ingelheim Vetmedica, Inc. (the "Corporation"), a Delaware corporation, does hereby certify the following information relating to the merger (the "Merger") of Boehringer Ingelheim Animal Health USA Inc., a Delaware corporation (the "Subsidiary"), with and into the Corporation, with the Corporation remaining as the surviving corporation:

1. The Corporation owns all of the outstanding shares of capital stock of the Subsidiary.
2. The Board of Directors of the Corporation (the "Board"), by resolutions duly adopted by unanimous written consent on December 21, 2018 and attached hereto as Exhibit A (the "Resolutions"), determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL.
3. The Corporation shall be the surviving corporation of the Merger.
4. Upon effectiveness of the Merger, as adopted by the Board in the Resolutions, the Corporation shall change its name from "Boehringer Ingelheim Vetmedica, Inc." to "Boehringer Ingelheim Animal Health USA Inc."
5. The Certificate of Ownership and Merger and the Merger shall become effective on December 31, 2018 at 3.00 pm EST (GMT-5).

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IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer, the 21st day of December, 2018.


BOEHRINGER INGELHEIM VETMEDICA, INC.



By _____

Name: Sheila Denton

Title: Senior Vice President



By _____

Name: Christian Orth

Title: Senior Vice President

EXHIBIT A
BOARD RESOLUTIONS

Merger and Name Change

WHEREAS, following the Contribution, the Company owns all of the issued and outstanding shares of capital stock of BIAH USA (the "Subsidiary");

WHEREAS, following the Contribution, it is deemed advisable and in the best interest of the Company that the Company merges the Subsidiary with and into the Company and to be possessed of all the estate, property, rights, privileges and franchises of the Subsidiary (the "Merger") with effective date of December 31, 2018, 3:00 pm EST (GMT-5);

WHEREAS, for US federal income tax purposes, the parties intend that the Contribution and the Merger together qualify as a tax-free reorganization within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended; and

WHEREAS, in connection with the Merger, the Company desires to change its name from Boehringer Ingelheim Vetmedica, Inc. to Boehringer Ingelheim Animal Health USA Inc. (the "Name Change").

NOW, THEREFORE, BE IT:

- RESOLVED: That the Subsidiary be merged with and into the Company pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "Merger"), so that the separate existence of the Subsidiary shall cease at the effective time of the Merger, and the Company shall continue as the surviving corporation and the Company assumes all of the Subsidiary's liabilities and obligations;
- RESOLVED: That by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of capital stock of the Company shall remain unchanged and continue to remain outstanding as one share of capital stock of the Company, held by the person who was the holder of such share of capital stock of the Company immediately prior to the Merger;
- RESOLVED: That by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of capital stock of the Subsidiary shall be canceled and no consideration shall be issued in respect thereof;
- RESOLVED: That the President, Vice President, Treasurer, Secretary and any other officer of the Company (each such person, an "Authorized Officer") be, and each of them hereby is, authorized to prepare and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions, and to file the Certificate of Ownership and Merger with the Secretary of State of Delaware and pay any fees related to such filing;
- RESOLVED: That the Name Change be, and it hereby is, authorized and approved in all respects; and
- RESOLVED: That each of the Authorized Officers be, and each of them hereby is, authorized and empowered to take all such further action and to execute, deliver and file all such further agreements, certificates, instruments and documents, in the name and on behalf of the Company, and if requested or required, under its corporate seal duly attested by the Secretary or Assistant Secretary; to pay or cause to be paid all expenses; to take all such other actions as they or any one of them shall deem necessary, desirable, advisable or

appropriate to consummate, effectuate, carry out or further the transactions contemplated by and the intent and purposes of the foregoing resolutions.

General Authorization

RESOLVED: That the officers of the Company be, and hereby are, and each of them acting singly be, and hereby is, authorized and directed to execute and deliver all such instruments and documents and do all such other acts and things as in their opinion, or in the opinion of any of them, may be necessary or appropriate in order to carry out the intent and purposes of the foregoing resolutions.