

### 02-24-1999



#### TRADEMARKS ONLY TRADEMARKS ONLY To the Honorable C nent, Washington, DC 20231: 100970554 မှ thereof. 1. Name of Party(ies) conveying an interest: 2. Name and address of Party(ies) receiving an interest: Iovision, Inc. Pharmacia Iovision Inc. with a registered address of 1013 Centre Road, Wilmington, Delaware Entity: [] Individual(s) [] Association [ ] General Partnership [] Limited Partnership [] Individual(s) [] Association [X] Corporation - Delaware [] General Partnership [] Limited Partnership [X] Corporation - Delaware [] Other [] Other Citizenship [] Domiciled in the United States [X] William G. Jameson has been appointed representative for Applicant's successor in interest (Pharmacia & Upjohn Company) upon whom notices or process in proceedings affecting the mark may be served. See attached copy. 3. Interest Conveyed [] Assignment [X] Change of Name [] Security Agreement [] Merger [] Other\_ 4. Application number(s) or registration number(s). Additional sheet attached [] Yes [X] No A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,751,151 02-09-1999 U.S. Patent & TMOfc/TM Mail Rcpt Dt. #70 5. Name and address of party to whom correspondence concerning this document should be mailed: 6. Number of applications and registrations involved: 1 Kathryn Adamson, Legal Assistant Pharmacia & Upjohn Intellectual Property Legal Services 301 Henrietta Street Kalamazoo, Michigan 49001 7. Amount of fee enclosed or authorized to be charged: \$40.00 The Commissioner is hereby authorized to charge such greater or lesser amount as required by rule. Deposit account number (Attach duplicate copy of this form if paying by deposit account): 21-0738 DO NOT USE THIS SPACE Date of execution of attached document: April 11, 1995 10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on February 5, 1999 William G. Jameson, Esq. Name of Person Signing

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## State of Delaware

## Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE RESTATED CERTIFICATE OF "IOVISION, INC.", CHANGING
ITS NAME FROM "IOVISION, INC." TO "PHARMACIA IOVISION INC.",
FILED IN THIS OFFICE ON THE ELEVENTH DAY OF APRIL, A.D. 1995, AT
9 O'CLOCK A.M.



Edward J. Freel, Secretary of State

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AUTHENTICATION: 9554084

DATE: 02-02-99

STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:00 AM 04/11/1995 950080864 - 2129466

# RESTATED CERTIFICATE OF INCORPORATION OF IOVISION, INC.

### Pursuant to Sections 242 and 245 of the General Corporation Law of Delaware

Iovision, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

- 1. The name of the Corporation is Iovision, Inc. The Certificate of Incorporation was filed with the Secretary of State on June 17, 1987, under the name of "Wright Medical, Inc.".
- 2. This Restated Certificate of Incorporation restates, integrates and amends the Certificate of Incorporation as approved and duly adopted by the Corporation's stockholders pursuant to Sections 242 and 245 of the General Corporation Law of the State of Delaware.
- 3. The text of the Certificate of Incorporation is hereby amended and restated to read as herein set forth in full:

# RESTATED CERTIFICATE OF INCORPORATION OF PHARMACIA IOVISION INC.

FIRST. The name of this Corporation is Pharmacia Iovision Inc.

SECOND. Its registered office in the State of Delaware is to be located at 1013 Centre Road, in the City of Wilmington, County of New Castle and its registered agent at such address is Corporation Service Company.

THIRD. The purpose or purposes of the corporation shall be:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH. The total number of shares of stock which this corporation is authorized to issue is:

One Thousand (1,000) shares without par value.

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FIFTH. The Board of Directors shall have the power to adopt, amend or repeal the bylaws.

SIXTH. No director shall be personally liable to the Corporation or its stockholders for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by applicable law, (i) for 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) pursuant to Section 174 of the Delaware General Corporation Law or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Article Seventh 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.

IN WITNESS WHEREOF, 10VISION, INC., has caused this Certificate to be signed by <u>Fernande d.J. Costa</u>, its authorized officer this <u>//</u> day of <u>Apr. (</u>, 1995.

IOVISION, INC.

By: Total

LA01/75369.2

RECORDED: 02/09/1999