

09-25-2000



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8-28-00

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
- Merger
Effective Date: Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Frank M. Caprio

24 Aug 00

Name of Person Signing

Signature

Date Signed

**CERTIFICATE OF MERGER OF
RESEARCH GENETICS, INC., AN ALABAMA CORPORATION AND
RG MERGER CORPORATION, A DELAWARE CORPORATION**

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows.

<u>Name</u>	<u>State of Incorporation</u>
Research Genetics, Inc.	Alabama
RG Merger Corporation	Delaware

SECOND: That an agreement and plan of reorganization between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: That RG Merger Corporation, a Delaware corporation, shall be the surviving corporation of the merger, and pursuant to Article FOURTH below, the name of the surviving corporation shall be Research Genetics, Inc., a Delaware Corporation ("Research Genetics").

FOURTH: That the Certificate of Incorporation of RG Merger Corporation, a Delaware corporation, the surviving corporation, shall, as of the effective time of the merger, be amended so that Article FIRST of such Certificate of Incorporation shall read as follows: "The name of the corporation is: Research Genetics, Inc."

FIFTH: That the executed agreement and plan of reorganization is on file at the principal place of business of the surviving corporation. The address of the principal place of business of the surviving corporation is 2130 Memorial Parkway Southwest, Huntsville, Alabama 35861.

SIXTH: That the total number of shares of all classes of stock which Research Genetics has authority to issue is 1,000, \$0.001 par value.

SEVENTH: That a copy of the agreement and plan of reorganization will be furnished by the surviving corporation, on request and without cost to any stockholder of any constituent corporation.

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FEB-02-00 WED 11:47

Matrix Pharmaceutical, Inc 510-494-7683

Feb 01 00 11:07a

P.11/19

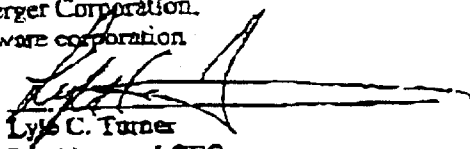
FEB-01-00 TUE 11:45

EIGHTH: That this Certificate of Merger shall be effective upon filing.

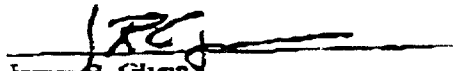
Dated: February 2, 2000

RG Merger Corporation,
a Delaware corporation

By:


Lyle C. Turner
President and CEO

ATTEST:


James R. Glynn
Executive V.P., CFO and Secretary

Gray Copy 1/27/01 6165913.1
102894-155838

LANIER FORD SHAVER & PAYNE P.C.

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JAMES E. DAVIS, JR.
JOHN M. HEACOCK, JR.
FRANK McRIGHT
CHARLES E. SHAVER, JR.
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REPLY TO:
P. O. BOX 2087
HUNTSVILLE, ALABAMA 35804

August 24, 2000

Box ASSIGNMENTS
Commissioner of Patents and Trademarks
Washington D.C. 20231

Re: Assignment of Trademarks

Dear Sir:

Enclosed for filing please find the following:

1. Recordation Form Cover Sheet;
2. Copy of Certificate of Merger of Research Genetics, Inc., an Alabama Corporation with and into RG Merger Corporation, under the name of Research Genetics, Inc., a Delaware Corporation;
3. Our check in the amount of \$240 for the filing fee; and
4. Return receipt postcard.

If you have any questions, please do not hesitate to contact me.

Yours very truly,

Frank M. Caprio

FMC/wb
Enclosures
cc: Research Genetics, Inc.

F. SCOTT ARNSTON
DANIEL F. BEASLEY ***
PAUL B. SEEBER
PHILLIP A. GIBSON
GREGORY S. MARIN
MICHAEL P. JOHNSON **
SANDRA P. HOFFPAUER **
STEPHEN H. HALL **
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KENNETH D. GRAVES
ANN I. DENNEN *****
TAYLOR P. BROCKAN
ROBERT N. BAILEY

* ALSO ADMITTED IN TEXAS
AND LOUISIANA
** ALSO ADMITTED IN TENNESSEE
AND DISTRICT OF COLUMBIA
*** ALSO ADMITTED IN FLORIDA
AND TENNESSEE
**** ALSO ADMITTED IN TENNESSEE
* REGISTERED PATENT ATTORNEY
***** ADMITTED IN GEORGIA ONLY
* ADMITTED IN ILLINOIS ONLY
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M. H. LANIER (1970-1990)
EARLE H. FORD (1980-1990)
RALPH H. FORD (1980-1990)
JAMES L. CHADWELL (1980-1990)
CHARLES E. SHAVER (1980-1990)

Office of the Secretary of State

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 CERTIFICATE OF MERGER, WHICH MERGES:

"RESEARCH GENETICS, INC.", A ALABAMA CORPORATION,

WITH AND INTO "RG MERGER CORPORATION" UNDER THE NAME OF "RESEARCH GENETICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF FEBRUARY, A.D. 2000, AT 5 O'CLOCK P.M.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

3166094 8100M

AUTHENTICATION: 0235481

001054865

DATE: 02-03-00

RECORDED: 08/28/2000

TRADEMARK
REEL: 002145 FRAME: 0282