

03-26-2001



COVER SHEET
S ONLY

To the Honorable

101648006

Record the attached original documents

1. Name of conveying party(ies):

Bioniche Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State Canada
- Other

3.8.01

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: August 26, 1999

2. Name and address of receiving party(ies):

Name: Bioniche Life Sciences Inc.

Internal Address:

Street Address: 231 Dundas Street East

City: Belleville State: ON ZIP: K8N 5C2

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Canada
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s):

B. Trademark No.(s):

1,944,760
1,973,453
2,128,163

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: D. Michael Bean
Internal Address: GOWLING LAFLEUR HENDERSON LLP
Street Address: 50 Queen Street North
Suite 1020
Kitchener, Ontario
Canada N2H 6M2

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3:41) \$90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 501613

03/23/2001 DBYRNE 00000105 501613 1944760

DO NOT USE THIS SPACE

FC:481 40.00 CH
FC:442 50.00 CH

9. 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.

D. Michael Bean
Name of Person Signing

Signature

March 7, 2001
Date

Total number of pages comprising cover sheet: 1


 Industry Canada Industrie Canada

CERTIFICATE OF ARRANGEMENT

Canada Business Corporation Act

CERTIFICAT D'ARRANGEMENT

Loi canadienne sur les sociétés par actions

BIONICHE INC.	379267-2
<hr/> Name of CBCA corporation(s) involved - Dénomination(s) de la (des) société(s) L.C.S.A. concernée(s)	<hr/> Cooperation Number - Numéro de la société .
I hereby certify that the arrangement set out in the attached articles of arrangement, involving the above-referenced corporation(s), has been effected under section 192 of the <i>Canada Business Corporations Act</i> .	Je certifie que l'arrangement mentionné dans les clauses d'arrangement annexées, concernant la (les) société(s) susmentionnée(s), a pris effet en vertu de l'article 192 de la <i>Loi canadienne sur les sociétés par actions</i> .
	September 01, 1999 / le 01 septembre 1999
Director - Directeur	Date of Arrangement - Date de l'arrangement

Canada

Industry Canada Industrie Canada
 Canada Business Corporations Act
 Loi canadienne sur les sociétés par actions

FORM 14.1
 ARTICLES OF ARRANGEMENT
 (SECTION 192)

FORMULE 14.1
 CLAUSES D'ARRANGEMENT
 (ARTICLE 192)

1 - Name of applicant corporation(s) — Dénomination de la(des) requérante(s) BIONICHE INC.	2 - Corporation No(s). — N°(s) de la(des) société(s) 279267-2
3 - Name of the corporation(s) the articles of which are amended, if applicable Dénomination de la(des) société(s) dont les statuts sont modifiés, le cas échéant	4 - Corporation No(s). — N°(s) de la(des) société(s)
5 - Name of the corporation(s) created by amalgamation, if applicable Dénomination de la(des) société(s) issue(s) de la(des) fusion(s), le cas échéant BIONICHE LIFE SCIENCES INC.	6 - Corporation No(s). — N°(s) de la(des) société(s) 365769-P
7 - Name of the dissolved corporation(s), if applicable Dénomination de la(des) société(s) dissoute(s), le cas échéant N/A	8 - Corporation No(s). — N°(s) de la(des) société(s)
9 - Name of other bodies corporate involved, if applicable Dénomination des autres personnes morales en cause, le cas échéant RENAISSANCE LIFE SCIENCES INC. VETREPHARM ANIMAL HEALTH INC.	10 - Corporation No(s), or jurisdiction of incorporation — N°(s) de la(des) société(s) ou loi sous le régime de laquelle elle est constituée ONTARIO

11 - In accordance with the order approving the arrangement.

Conformément aux termes de l'ordonnance approuvant l'arrangement.

(a) the articles of the above-named corporation(s) are amended in accordance with the attached plan of arrangement

les statuts de la(des) société(s) susmentionnée(s) sont modifiés en conformité avec le plan d'arrangement ci-joint :

(b) the following bodies corporate are amalgamated in accordance with the attached plan of arrangement

les personnes morales suivantes sont fusionnées conformément au plan d'arrangement ci-joint :

**BIONICHE INC.
 RENAISSANCE LIFE SCIENCES INC.
 VETREPHARM ANIMAL HEALTH INC.**

(c) the above-named corporation(s) is(are) liquidated and dissolved in accordance with the attached plan of arrangement

la(les) société(s) susmentionnée(s) est(sont) liquidée(s) et dissoute(s) conformément au plan d'arrangement ci-joint

(d) the plan of arrangement attached hereto, involving the above-named body(ies), corporate is hereby effected

le plan d'arrangement ci-joint portant sur la(les) personne(s) morale(s) susmentionnée(s) prend effet

Date
August 26, 1999

Signature


Title — Titre
**Secretary
 BIONICHE INC.**

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FOR DEPARTMENTAL USE ONLY — À L'USAGE DU MINISTÈRE SEULEMENT
 Form — Ordre

August 31, 1999

Corporation Particulars for: ☐

BIONICHE LIFE SCIENCES INC.

Corporate Number 001377214
Date of Inc./Amalg. 1999-09-01
Amalg. Indicator A
Status ACTIVE
Establishment Type FEDERAL CORP WITH SHARE
Share SHARE
Jurisdiction CANADA
Letter/ Amalg./ Inactive Date
Amalg. Ont. Corp. #

Select "Proceed" to order reports/certificates from Companies Branch for the above name.

<input type="button" value="Proceed"/>	<input type="button" value="Back To List"/>
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Corporation Particulars for: ☉**BIONICHE INC.**

<i>Previous Name(s):</i>	ALMARK CAPITAL
<i>Corporate Number</i>	000973678
<i>Date of Inc./Amalg.</i>	1992-02-01
<i>Amalg. Indicator</i>	A
<i>Status</i>	AMALGAMATED
<i>Establishment Type</i>	FEDERAL CORP WITH SHARE
<i>Share</i>	SHARE
<i>Jurisdiction</i>	CANADA
<i>Letter/ Amalg./ Inactive Date</i>	1999/09/01
<i>Amalg. Ont. Corp. #</i>	001377214

Select "Proceed" to order reports/certificates from Companies Branch for the above name.

<input type="button" value="Proceed"/>	<input type="button" value="Back To List"/>	<input type="button" value="Next Amalgamated"/>
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