

04-18-2003

Form PTO-1594 (Rev. 10/02) R
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office
1618/231

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Aurora Biosciences Corporation
4-14-03
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Vertex Pharmaceuticals (San Diego) LLC
Internal
Address:
Street Address: 11010 Torreyana Road
City: San Diego State: CA Zip: 92121
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other Limited Liability Company - Delaware
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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
Execution Date: 7/1/2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 75/676,425
B. Trademark Registration No.(s)
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: John F. Ward
Internal Address: Bromberg & Sunstein LLP
Street Address: 125 Summer Street
City: Boston State: MA Zip: 02110-1618

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number: 19-4972

DO NOT USE THIS SPACE

9. Signature.
John F. Ward
Name of Person Signing

Signature
April 7, 2003
Date
Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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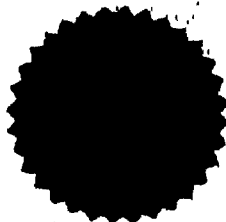
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The First State

I, HARRIET SMITH WINDSOR, 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:

"AURORA BIOSCIENCES CORPORATION", A DELAWARE CORPORATION, WITE AND INTO "VERTEX PHARMACEUTICALS (SAN DIEGO) LLC" UNDER THE NAME OF "VERTEX PHARMACEUTICALS (SAN DIEGO) LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF JULY, A.D. 2002, AT 9 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1861779

DATE: 07-01-02

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CERTIFICATE OF MERGER
OF
AURORA BIOSCIENCES CORPORATION
INTO
VERTEX PHARMACEUTICALS (SAN DIEGO) LLC

Pursuant to §264 of the Delaware General Corporation Law and §18-209 of the Delaware Limited Liability Company Act, each of the undersigned Aurora Biosciences Corporation, a Delaware corporation and Vertex Pharmaceuticals (San Diego) LLC, a Delaware limited liability company, submits the following Certificate of Merger for filing and certifies that:

1. The constituent business entities participating in the merger herein certified are:
 - a. Aurora Biosciences Corporation, a corporation incorporated under the laws of the State of Delaware ("Aurora"); and
 - b. Vertex Pharmaceuticals (San Diego) LLC, a limited liability company formed under the laws of the State of Delaware ("Vertex San Diego").
2. A Plan and Agreement of Merger, dated July 1, 2002, has been approved, adopted, certified, executed and acknowledged by Aurora in accordance with §264 of the Delaware General Corporation Law and by Vertex San Diego in accordance with §18-209 of the Delaware Limited Liability Company Act.
3. The name of the surviving limited liability company is Vertex Pharmaceuticals (San Diego) LLC.
4. The merger shall become effective on the filing of this certificate of merger with the Secretary of State of the State of Delaware.
5. The Plan and Agreement of Merger is on file at a place of business of the surviving limited liability company, Vertex Pharmaceuticals (San Diego) LLC, which is located at 11010 Torreyana Road, La Jolla, California.
6. A copy of the agreement of merger will be furnished by Vertex Pharmaceuticals (San Diego) LLC, on request and without cost, to any member of Vertex San Diego or any stockholder of Aurora.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 1st day of July, 2002, and is being filed in accordance with §264 of the Delaware General Corporation Law and §18-209 of the Delaware Limited Liability Act by an authorized person of each of Aurora Biosciences Corporation, the merged corporation, and Vertex Pharmaceuticals (San Diego) LLC, the surviving limited liability company in the merger.

Vertex Pharmaceuticals (San Diego) LLC

By: 

Ian J. Smith, Treasurer

Aurora Biosciences Corporation

By: 

Ian J. Smith, Treasurer