



08-07-2003



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SHEET

U.S. Department of Commerce
Patent and Trademark Office

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

<p>1. Name and address of conveying party(ies): 8403</p> <p>Name: <u>Southern BioSystems, Inc.</u> Address: <u>756 Tom Martin Drive</u> <u>Birmingham, Alabama 352114467</u></p> <p>Individual _____ Association _____</p> <p>General Partnership _____ Limited Partnership _____</p> <p><input checked="" type="checkbox"/> Corporation, State of <u>Alabama Corporation</u></p> <p>Other: _____</p> <p>Additional name(s) of conveying party(ies) attached? <input checked="" type="checkbox"/> Yes _____ No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Direct Corporation</u> Address: <u>10240 Bubb Road</u> <u>Cupertino, California 95014</u></p> <p>Individual(s) citizenship: _____ Association: _____ General Partnership: _____ Limited Partnership: _____</p> <p><input checked="" type="checkbox"/> Corporation, State of <u>Delaware Corporation</u></p> <p>Other: _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: _____ Yes _____ No (Designation must be a separate document from Assignment)</p> <p>Additional name(s) of receiving party(ies) attached? _____ Yes _____ No</p>
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3. Nature of Conveyance:

Assignment _____ Merger
Security Agreement _____ Change of Name _____
Other: _____

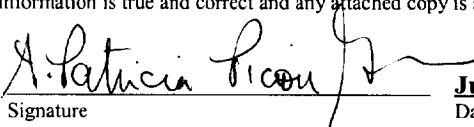
Execution Date: December 26, 2002

<p>4. Application Number(s) or Registration Number(s): <u>76356540</u> <u>76356541</u></p> <p>A. Trademark Application Number(s).</p> <p>Additional numbers attached? _____ Yes <input checked="" type="checkbox"/> No</p>	<p>B. Trademark Registration Number(s):</p> <p>Additional numbers attached? _____ Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning this document should be mailed:</p> <p>Name: <u>A. Patricia Picou Green, Trademark Paralegal</u></p> <p>Address: <u>Bingham McCutchen LLP</u> <u>Three Embarcadero Center, Suite 1800</u> <u>San Francisco, California 94111-4067</u></p>	<p>6. Total applications and registrations involved: <u>2</u></p> <p>7. Total fee (37 C.F.R. § 3.41)(\$40.00 per assignment): <u>65.00</u></p> <p>Enclosed _____ <input checked="" type="checkbox"/> Authorized to be charged to deposit account. <input checked="" type="checkbox"/> The Commissioner is authorized to charge underpayment of any fees or credit any overpayment to deposit Account Number listed below:</p> <p>8. Deposit Account Number: <u>50-2519</u></p>
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DO NOT USE THIS SPACE

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.

A. Patricia Picou Green  July 31, 2003
Name Signature Date

Total number of pages including cover sheet, attachments and document: 3

Mail documents to be recorded with required cover sheet information to: **Director of the United States Patent and Trademark Office**
P. O. Box 1450
Alexandria VA 22313-1450

08/06/2003 ECOMPER 00000280 502519 76356540

01 FC:8521 40.00 BA
02 FC:8522 25.00 BA

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TRADEMARK
REEL: 002796 FRAME: 0095

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FILED	EFFECTIVE
DEC 30 2002	DEC 31 2002
TIME	TIME
	8 pm PST
SECRETARY OF STATE	

ARTICLES OF MERGER
of
SOUTHERN BIOSYSTEMS, INC.,
an Alabama Corporation,
WITH AND INTO
DURECT CORPORATION,
a Delaware Corporation

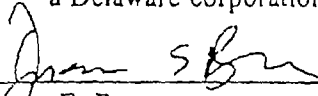
In accordance with the provisions of Sections 10-2B-11.05 and 10-2B-11.07 of the Alabama Business Corporation Act, DURECT Corporation, a Delaware corporation ("DURECT"), adopts the following Articles of Merger for the purpose of merging Southern BioSystems, Inc., an Alabama corporation ("SBS"), with and into DURECT:

1. The law of the State of Delaware permits such merger.
2. The name of the surviving corporation is DURECT Corporation, and it is to be governed by the laws of the State of Delaware.
3. The plan of merger approved by the corporations is as set forth in the Agreement and Plan of Merger which is attached hereto as Schedule I and made a part hereof.
4. Shareholder approval of the merger was not required under Section 10-2B-11.04 of the Alabama Business Corporation Act.
5. The board of directors of DURECT approved the merger in accordance with Section 10-2B-11.04 of the Alabama Business Corporation Act.
6. In accordance with Section 10-2B-11.05 of the Alabama Business Corporation Act, the Articles of Incorporation of SBS, and any and all amendments thereto, are filed with the Jefferson County Judge of Probate and with the Secretary of State of Alabama.
7. The effective time and date of these Articles of Merger is 8:00 p.m., Pacific Standard Time, on December 31, 2002.

[Signature Page to Follow]

IN WITNESS WHEREOF, DURECT has duly caused these Articles of Merger to be executed by its duly authorized officer as of this 26th day of December, 2002.

DURECT CORPORATION,
a Delaware corporation

By: 
Name: James E. Brown
Its President and Chief Executive Officer