

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
NANOGEN, INC.		11/10/1997	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	NANOGEN, INC.
Street Address:	10398 Pacific Center Court
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92121
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2170623	NANOGEN
Registration Number:	2257508	NANOTRONICS
Registration Number:	2220931	NANOGEN
Registration Number:	2232960	NN

CORRESPONDENCE DATA

Fax Number: (619)294-8674
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (619) 294-2922

Email: Denise@Charmasson.com

Correspondent Name: CHARMASSON, BUCHACA & LEACH, LLP

Address Line 1: 1545 Hotel Circle South

Address Line 2: Suite 150

Address Line 4: San Diego, CALIFORNIA 92018

NAME OF SUBMITTER:	Denise E. Jones
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Total Attachments: 2
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CERTIFICATE OF MERGER

OF

NANOGEN, INC.
(a California corporation)

WITH AND INTO

NANOGEN (DELAWARE), INC.
(a Delaware corporation)

Nanogen (Delaware), Inc., a corporation organized and existing under the laws of Delaware hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations are:
 - (a) Nanogen, Inc., a California corporation ("Nanogen California");and
 - (b) Nanogen (Delaware), Inc., a Delaware corporation ("Nanogen Delaware").
2. An Agreement and Plan of Merger, dated as of November 10, 1997 (the "Merger Agreement"), has been approved, adopted, certified, executed and acknowledged by each of Nanogen California and Nanogen Delaware in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.
3. The surviving corporation is Nanogen Delaware whose name is changed to Nanogen, Inc. (the "Surviving Corporation").
4. The Restated Certificate of Incorporation of Nanogen Delaware shall be the Restated Certificate of Incorporation of the Surviving Corporation except that Article I of the Restated Certificate of Incorporation of the Surviving Corporation is hereby amended in its entirety to read as follows:

"ARTICLE I

The name of this corporation is NANOGEN, INC."

5. The executed Merger Agreement is on file at the principal place of business of Nanogen Delaware at 10398 Pacific Center Court, San Diego, California 92121.


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6. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either Nanogen California or Nanogen Delaware.

7. The authorized capital stock of Nanogen California is fifty five million five hundred thousand (55,500,000) shares, including forty million (40,000,000) shares of Common Stock, no par value per share, and fifteen million five hundred thousand (15,500,000) shares of Preferred Stock, no par value per share.

IN WITNESS WHEREOF, Nanogen (Delaware), Inc. has caused this certificate to be signed by the undersigned officer, thereunto duly authorized, on the 10th day of November 1997.

NANOGEN (DELAWARE), INC.,
a Delaware corporation

By: 
Tina S. Nova, Ph.D.
President and Chief Operating Officer

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TOTAL P.03