

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Pathwork Informatics, Inc.		06/30/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Predicant Biosciences, Inc.
Street Address:	2 North First Street, Second Floor
City:	San Jose
State/Country:	CALIFORNIA
Postal Code:	95113
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 3**

Property Type	Number	Word Mark
Serial Number:	78800995	PATHCHIP
Serial Number:	78454581	PATHWORK
Serial Number:	78454576	PATHWORK

**CORRESPONDENCE DATA**

Fax Number: (415)772-6268  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 415 772 6000  
 Email: elayne.ricci@hellererhman.com  
 Correspondent Name: Chelsea E. Larsen/Elayne G. Ricci  
 Address Line 1: 333 Bush Street  
 Address Line 4: San Francisco, CALIFORNIA 94104-2878

ATTORNEY DOCKET NUMBER:	07352-0003
NAME OF SUBMITTER:	Chelsea E. Larsen

OP \$90.00 78800995

Signature:	/chelseaa e larsen/
Date:	07/19/2006
<b>Total Attachments: 4</b> source=Merger Pathwork Informatics with Predicant Biosciences#page1.tif source=Merger Pathwork Informatics with Predicant Biosciences#page2.tif source=Merger Pathwork Informatics with Predicant Biosciences#page3.tif source=Merger Pathwork Informatics with Predicant Biosciences#page4.tif	

# Delaware

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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 OWNERSHIP, WHICH MERGES:

"PATHWORK INFORMATICS, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "PREDICANT BIOSCIENCES, INC." UNDER THE NAME OF "PREDICANT BIOSCIENCES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JUNE, A D. 2006, AT 4:38 O'CLOCK P.M.

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



3525413 8100M

060633517

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4878626

DATE: 07-06-06

TRADEMARK  
REEL: 003351 FRAME: 0211

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:38 PM 06/30/2006  
FILED 04:38 PM 06/30/2006  
SRV 060633517 - 3525413 FILE CERTIFICATE OF OWNERSHIP AND MERGER

MERGING  
PATHWORK INFORMATICS, INC.  
WITH  
PREDICANT BIOSCIENCES, INC.

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Pursuant to section 253 of the  
General Corporation Law of the State of Delaware

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Predicant Biosciences, Inc., a corporation organized and existing under the  
General Corporation Laws of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation owns all of the outstanding shares PathWork  
Informatics, Inc., a corporation organized and existing under the General Corporation Law of the  
State of Delaware.

SECOND: That this corporation, by the following recitals and resolutions of  
its Board of Directors, duly adopted by action by unanimous written consent pursuant to  
Section 141(f) of the General Corporation Law of the State of Delaware on the 29th day of June,  
2006, determined to merge PathWork Informatics, Inc. into itself on the terms and conditions set  
forth in such recitals and resolutions:

WHEREAS, the Company acquired all of the outstanding  
stock of PathWork Informatics, Inc., a Delaware corporation  
("PathWork"), pursuant to the Merger Agreement and Plan of  
Reorganization among the Company, PathWork and Predicant  
Acquisition Corp., a Delaware corporation ("Merger Sub"),

pursuant to which, inter alia, (i) Merger Sub merged with and into PathWork (the "Initial Merger") and (ii) the Company owns all of the outstanding stock of PathWork such that PathWork became a wholly-owned subsidiary of the Company; and

WHEREAS, the Board has determined that it is in the best interests of the Company and its stockholders to merge PathWork with and into the Company pursuant to Section 253 of the DGCL.

NOW, THEREFORE, BE IT, RESOLVED, that effective upon the filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware, or at such later time as set forth in such Certificate of Ownership and Merger, the Company shall merge PathWork into the Company pursuant to Section 253 of the DGCL and shall thereby assume all of the obligations of PathWork; and

RESOLVED, that the proper officers of the Company be, and they hereby are, authorized and directed (i) to make, execute and file with the Secretary of State of the State of Delaware a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge PathWork into the Company and to assume the obligations of PathWork and setting forth the date of adoption of such resolutions, (ii) to determine the effective time of such merger and Certificate of Ownership and Merger, and (iii) to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect such merger.

IN WITNESS WHEREOF, said Predicant Biosciences, Inc. has caused this certificate to be signed by Deborah Neff, its Chief Executive Officer, and attested by Anthony McCusker, its Secretary, this 30<sup>th</sup> day of June, 2006.

PREDICANT BIOSCIENCES, INC.

By: /s/ Deborah Neff  
Deborah Neff  
Chief Executive Officer

By: /s/ Anthony McCusker  
Anthony McCusker, Secretary