

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Milano Acquisition Corp.		02/15/2008	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	Matritech, Inc.		
Street Address:	51 Sawyer Road		
Internal Address:	Suite 200		
City:	Waltham		
State/Country:	MASSACHUSETTS		
Postal Code:	02453		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Serial Number:	78614430	NMP66	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(781)647-3939		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	781-314-4062j		
Email:	Jean.Maxwell@invmed.com		
Correspondent Name:	Jean M. Maxwell, TM Paralegal/Admn.		
Address Line 1:	51 Sawyer Road		
Address Line 2:	Suite 200		
Address Line 4:	Waltham, MASSACHUSETTS 02453		
ATTORNEY DOCKET NUMBER:	NMP66 NMCHGTOMATRITECH		
NAME OF SUBMITTER:	Jean M. Maxwell		
Signature:	/JeanMMaxwell/		

CH \$40.00 78614430

Date:

03/26/2008

**Total Attachments: 2**

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# 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 AMENDMENT OF "MILANO ACQUISITION CORP.", CHANGING ITS NAME FROM "MILANO ACQUISITION CORP." TO "MATRITECH, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF FEBRUARY, A.D. 2008, AT 12:15 O'CLOCK P.M.

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

4400854 8100

080167407



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6385700

DATE: 02-15-08

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 003746 FRAME: 0729

**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF INCORPORATION  
OF  
MILANO ACQUISITION CORP.**

The undersigned, in order to amend the Certificate of Incorporation of Milano Acquisition Corp. (the "Corporation") under and pursuant to the provisions of the General Corporation Law of the State of Delaware, does hereby certify as follows:

**FIRST:** That by the unanimous written consent of the Board of Directors of the Corporation, a resolution was adopted setting forth a proposed amendment of the Certificate of Incorporation of said Corporation, declaring its advisability and directing that such amendment be considered at a special meeting of the stockholders entitled to vote in respect thereof. The amendment proposed and recommended by the Board of Directors is as follows:


"To delete Article FIRST of the Certificate of Incorporation of the Corporation in its entirety and replace it with the following:

**FIRST:** The name of the corporation (the "Corporation") is MATRITECH, INC."

**SECOND:** That thereafter, by written consent of the Corporation's sole stockholder dated February 4, 2008, the proposed amendment was approved by the stockholders of the Corporation in accordance with the requirements of the Corporation's By-laws and the provisions of Sections 216 and 242(b)(1) of the General Corporation Law of the State of Delaware.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said **MILANO ACQUISITION CORP.**, has caused this certificate to be signed by Peter Scheu, its President, this 4<sup>th</sup> day of February, 2008.

By:   
Peter Scheu, President