

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NimbleGen Systems Inc.		09/13/2007	CORPORATION:
RECEIVING PARTY DATA			
Name:	Roche NimbleGen, Inc.		
Street Address:	1220 N. Market St.		
Internal Address:	Suite 334		
City:	Wilmington		
State/Country:	DELAWARE		
Postal Code:	19801-2535		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2810385	NIMBLEGEN	
Registration Number:	2952611	NIMBLESCREEN	
Registration Number:	3216135	NIMBLEEXPRESS	
CORRESPONDENCE DATA			
Fax Number:	(608)251-9166		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	tm-dept@quarles.com		
Correspondent Name:	Quarles & Brady LLP		
Address Line 1:	33 East Main Street		
Address Line 2:	Suite 900		
Address Line 4:	Madison, WISCONSIN 53703		
ATTORNEY DOCKET NUMBER:	700706.00002, 3, 20		
NAME OF SUBMITTER:	Bennett J. Berson		

CH \$90.00 2810385

Signature:	/Bennett J. Berson/
Date:	01/20/2009
Total Attachments: 9 source=NimbleGenNameChange#page1.tif source=NimbleGenNameChange#page2.tif source=NimbleGenNameChange#page3.tif source=NimbleGenNameChange#page4.tif source=NimbleGenNameChange#page5.tif source=NimbleGenNameChange#page6.tif source=NimbleGenNameChange#page7.tif source=NimbleGenNameChange#page8.tif source=NimbleGenNameChange#page9.tif	

Delaware

PAGE 1

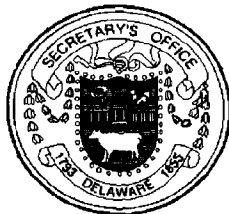
The First State

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 RESTATED CERTIFICATE OF "NIMBLEGEN SYSTEMS, INC.", CHANGING ITS NAME FROM "NIMBLEGEN SYSTEMS, INC." TO "ROCHE NIMBLEGEN, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF OCTOBER, A.D. 2007, AT 11:02 O'CLOCK P.M.

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

3279855 8100

071118429



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6081005

DATE: 10-17-07

TRADEMARK
REEL: 003923 FRAME: 0262

**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF**

Nimblegen Systems, Inc.

Pursuant to the provisions of § 242 and § 245 of the
General Corporation Law of the State of Delaware

1. The present name of the corporation is NimbleGen Systems, Inc. (the "Corporation"). The date of filing of the original Certificate of Incorporation of the Corporation with the Secretary of State of the State of Delaware was August 25, 2000. The Corporation was originally incorporated under the name NimbleGen Systems Inc.

2. The Certificate of Incorporation of the Corporation is hereby amended in its entirety as set forth in the Amended and Restated Certificate of Incorporation set forth below.

3. The Amended and Restated Certificate of Incorporation herein certified has been duly adopted by the board of directors and stockholders in accordance with the provisions of § 141(f), 228, 242 and 245 of the General Corporation Law of the State of Delaware (the "D.G.C.L.").

4. The Amended and Restated Certificate of Incorporation shall become effective as of the time of the filing of this Certificate with the Secretary of State of the State of Delaware.

5. The Amended and Restated Certificate of Incorporation of the Corporation shall, at the effective time, read as follows:

FIRST: The name of the corporation is Roche NimbleGen, Inc. (the "Corporation").

SECOND: The address of its registered office in the State of Delaware is 1220 N. Market St., Suite 334, City of Wilmington, County of New Castle, Delaware 19801-2535. The name of its registered agent at such address is Roche Holdings, Inc.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended ("Delaware Law").

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is 100, and the par value of each such share is \$0.01, amounting in the aggregate to \$1.00.

FIFTH: The Board of Directors shall have the power to adopt, amend or repeal the bylaws of the Corporation.

SIXTH: Election of directors need not be by written ballot unless the bylaws of the Corporation so provide.

SEVENTH: The Corporation expressly elects not to be governed by Section 203 of Delaware Law.

EIGHTH: (1) A director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director to the fullest extent permitted by Delaware Law.

(2)(a) Each person (and the heirs, executors or administrators of such person) who was or is a party or is threatened to be made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a director or officer of the Corporation or is or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, shall be indemnified and held harmless by the Corporation to the fullest extent permitted by Delaware Law. The right to indemnification conferred in this ARTICLE EIGHTH shall also include the right to be paid by the Corporation the expenses incurred in connection with any such proceeding in advance of its final disposition to the fullest extent authorized by Delaware Law. The right to indemnification conferred in this ARTICLE EIGHTH shall be a contract right.

(b) The Corporation may, by action of its Board of Directors, provide indemnification to such of the employees and agents of the Corporation to such extent and to such effect as the Board of Directors shall determine to be appropriate and authorized by Delaware Law.

(3) The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any expense, liability or loss incurred by such person in any such capacity or arising out of such person's status as such, whether or not the Corporation would have the power to indemnify such person against such liability under Delaware Law.

(4) The rights and authority conferred in this ARTICLE EIGHTH shall not be exclusive of any other right which any person may otherwise have or hereafter acquire.


(5) Neither the amendment nor repeal of this ARTICLE EIGHTH, nor the adoption of any provision of this Certificate of Incorporation, nor, to the fullest extent permitted by Delaware Law, any modification of law, shall eliminate or reduce the effect of this ARTICLE EIGHTH in respect of any acts or omissions occurring prior to such amendment, repeal, adoption or modification.

NINTH: The Corporation reserves the right to amend this Certificate of Incorporation in any manner permitted by Delaware Law and all rights and powers conferred herein on stockholders, directors and officers, if any, are subject to this reserved power.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned has executed this Amended
and Restated Certificate of Incorporation as of September 13, 2007.

Nimblegen Systems, Inc. .

By: 
Name: Steve A. Oldham
Title: Assistant Secretary

**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION**

OF

ROCHE NIMBLEGEN, INC.

Pursuant to the provisions of § 242 and § 245 of the
General Corporation Law of the State of Delaware

1. The present name of the corporation is NimbleGen Systems, Inc. (the "**Corporation**"). The date of filing of the original Certificate of Incorporation of the Corporation with the Secretary of State of the State of Delaware was August 25, 2000. The Corporation was originally incorporated under the name NimbleGen Systems Inc.

2. The Certificate of Incorporation of the Corporation is hereby amended in its entirety as set forth in the Amended and Restated Certificate of Incorporation set forth below.

3. The Amended and Restated Certificate of Incorporation herein certified has been duly adopted by the board of directors and stockholders in accordance with the provisions of § 141(f), 228, 242 and 245 of the General Corporation Law of the State of Delaware (the "**D.G.C.L.**").

4. The Amended and Restated Certificate of Incorporation shall become effective as of the time of the filing of this Certificate with the Secretary of State of the State of Delaware.

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FIRST: The name of the corporation is Roche NimbleGen, Inc. (the "**Corporation**").

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THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended ("**Delaware Law**").

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is 100, and the par value of each such share is \$0.01, amounting in the aggregate to \$1.00.

FIFTH: The Board of Directors shall have the power to adopt, amend or repeal the bylaws of the Corporation.

SIXTH: Election of directors need not be by written ballot unless the bylaws of the Corporation so provide.

SEVENTH: The Corporation expressly elects not to be governed by Section 203 of Delaware Law.

EIGHTH: (1) A director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director to the fullest extent permitted by Delaware Law.

(2)(a) Each person (and the heirs, executors or administrators of such person) who was or is a party or is threatened to be made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a director or officer of the Corporation or is or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, shall be indemnified and held harmless by the Corporation to the fullest extent permitted by Delaware Law. The right to indemnification conferred in this ARTICLE EIGHTH shall also include the right to be paid by the Corporation the expenses incurred in connection with any such proceeding in advance of its final disposition to the fullest extent authorized by Delaware Law. The right to indemnification conferred in this ARTICLE EIGHTH shall be a contract right.

(b) The Corporation may, by action of its Board of Directors, provide indemnification to such of the employees and agents of the Corporation to such extent and to such effect as the Board of Directors shall determine to be appropriate and authorized by Delaware Law.

(3) The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any expense, liability or loss incurred by such person in any such capacity or arising out of such person's status as such, whether or not the Corporation would have the power to indemnify such person against such liability under Delaware Law.

(4) The rights and authority conferred in this ARTICLE EIGHTH shall not be exclusive of any other right which any person may otherwise have or hereafter acquire.

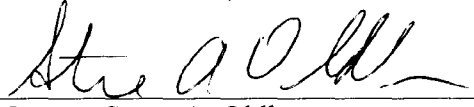
(5) Neither the amendment nor repeal of this ARTICLE EIGHTH, nor the adoption of any provision of this Certificate of Incorporation, nor, to the fullest extent permitted by Delaware Law, any modification of law, shall eliminate or reduce the effect of this ARTICLE EIGHTH in respect of any acts or omissions occurring prior to such amendment, repeal, adoption or modification.

NINTH: The Corporation reserves the right to amend this Certificate of Incorporation in any manner permitted by Delaware Law and all rights and powers conferred herein on stockholders, directors and officers, if any, are subject to this reserved power.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned has executed this Amended
and Restated Certificate of Incorporation as of September 13, 2007.

ROCHE NIMBLEGEN, INC.

By: 
Name: Steve A. Oldham
Title: Assistant Secretary