

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/16/2008		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Pneuma Partners, LLC		01/15/2008
			LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Pneuma Pharmaceuticals, Inc		
Street Address:	1576 Sweet Home Road		
City:	Amherst		
State/Country:	NEW YORK		
Postal Code:	14228		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
	Property Type	Number	Word Mark
Serial Number:		77292895	PNEUMA
Serial Number:		77340024	PNEUMASURF INHALABLE
Registration Number:		3486010	PNEUMASURF
CORRESPONDENCE DATA			
Fax Number:	(716)856-0432		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	716-856-0600		
Email:	plavoie@jaeckle.com		
Correspondent Name:	PAUL T. LAVOIE		
Address Line 1:	12 Fountain Plaza		
Address Line 4:	Buffalo, NEW YORK 14202-2292		
ATTORNEY DOCKET NUMBER:	94773.125807-CERT OF MERG		

CH \$90.00 77292895

NAME OF SUBMITTER:	Paul T. Lavoie, TX Bar Member
Signature:	/Paul T. Lavoie/
Date:	06/29/2009
Total Attachments: 2 source=CertOfMergerPNEUMA#page1.tif source=CertOfMergerPNEUMA#page2.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 MERGER, WHICH MERGES:

"PNEUMA PARTNERS, LLC", A NEW YORK LIMITED LIABILITY COMPANY,

WITH AND INTO "PNEUMA PHARMACEUTICALS, INC." UNDER THE NAME OF "PNEUMA PHARMACEUTICALS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF JANUARY, A.D. 2008, AT 11:34 O'CLOCK A.M.

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



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You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6314980

DATE: 01-16-08

TRADEMARK
REEL: 004012 FRAME: 0917

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATION AND
FOREIGN LIMITED LIABILITY COMPANY

Pursuant to Section 264(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Pneuma Pharmaceuticals, Inc., a Delaware Corporation, and the name of the limited liability company being merged into this surviving corporation is Pneuma Partners, LLC a New York limited liability company

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by the surviving corporation and the merging limited liability company.

THIRD: The name of the surviving corporation is Pneuma Pharmaceuticals, Inc

FOURTH: The merger is to become effective on January 15, 2008

FIFTH: The Agreement and Plan of Merger is on file at an office of the aforesaid surviving corporation, the address of which is as follows:

1576 Sweet Home Road
Amherst, New York 14228

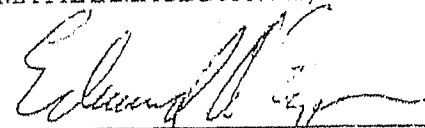
SIXTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

SEVENTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by an authorized officer, the 11 day of January, 2008.

PNEUMA PHARMACEUTICALS, INC

By


Edmund A. Egan, II, M.D., Chairman