

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | | | |
|---------------------------|---|----------|------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 10/01/2011 | | |
| CONVEYING PARTY DATA | | | |
| | Name | Formerly | Execution Date |
| | TRAVANTI PHARMA INC. | | 10/01/2011 |
| | | | Entity Type |
| | | | CORPORATION: MINNESOTA |
| RECEIVING PARTY DATA | | | |
| Name: | TEIKOKU PHARMA USA, INC. | | |
| Street Address: | 1718 Ringwood Avenue | | |
| City: | San Jose | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 95131-1711 | | |
| Entity Type: | CORPORATION: CALIFORNIA | | |
| PROPERTY NUMBERS Total: 1 | | | |
| | Property Type | Number | Word Mark |
| | Registration Number: | 2784797 | WEDD |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 6503273231 | | |
| | <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | |
| Phone: | (650) 327-3400 | | |
| Email: | castro@bozpat.com | | |
| Correspondent Name: | Bozicevic, Field & Francis LLP | | |
| Address Line 1: | 1900 University Ave. | | |
| Address Line 2: | Suite 200 | | |
| Address Line 4: | East Palo Alto, CALIFORNIA 94303 | | |
| ATTORNEY DOCKET NUMBER: | TEIK-T016 | | |
| NAME OF SUBMITTER: | Bret E. Field | | |

| | |
|---|---------------------------------|
| Signature: | /Bret E. Field, Reg. No. 37620/ |
| Date: | 07/26/2012 |
| Total Attachments: 3 source=Articles of Merger with stamp of MN Secretary_PDF only#page1.tif source=Articles of Merger with stamp of MN Secretary_PDF only#page2.tif source=Articles of Merger with stamp of MN Secretary_PDF only#page3.tif | |

ARTICLES OF MERGER

Pursuant to Section 302A.621 of the Minnesota Business Corporations Act, the undersigned corporation executes the following Articles of Merger:

FIRST: The name of the surviving corporation is Teikoku Pharma USA, Inc., a California corporation ("*Parent*"), and the name of the corporation being merged into the surviving corporation is Travanti Pharma Inc., a Minnesota corporation and wholly owned subsidiary of Parent (the "*Subsidiary*").

SECOND: The Plan of Merger attached hereto as Exhibit A has been approved by the affirmative vote of a majority of the directors of Parent.

THIRD: The outstanding capital stock of the Subsidiary consists of 100 shares of Common Stock, all of which are owned by Parent.

FOURTH: Parent acknowledges and agrees that it may be served with service of process in Minnesota in a proceeding for the enforcement of an obligation of Parent or the Subsidiary and in a proceeding for the enforcement of rights of a dissenting shareholder of the Subsidiary against Parent.

FIFTH: Parent irrevocable appoints the Minnesota Secretary of State as its agent to accept service of process in any proceeding. All service of process may be forwarded to Parent at 1718 Ringwood Avenue, San Jose, CA 95131, Attention: President.

SIXTH: Parent agrees that it will promptly pay to the dissenting shareholders of the Subsidiary the amount, if any, to which they are entitled under Section 302A.473 of the Minnesota Business Corporations Act.

IN WITNESS WHEREOF, Parent has caused this certificate to be signed by an authorized officer, effective as of the 1st day of October, 2011.

TEIKOKU PHARMA USA, INC.,
a California corporation


By: 
Name: Ichiro Mori
Title: EVP & COO

EXHIBIT A

PLAN OF MERGER

(Attached)

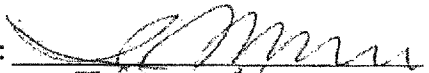
PLAN OF MERGER

This PLAN OF MERGER, is made effective as of October 1, 2011, by Teikoku Pharma USA, Inc., a California corporation ("*Parent*") in connection with merger of Travanti Pharma Inc., a Minnesota corporation and wholly owned subsidiary of Parent ("*Subsidiary*"), into Parent (the "*Merger*") in accordance with Section of 1110 of the California Corporations Code and Section 302A.621 of Minnesota Business Corporations Act.

1. The Merger shall be effective on October 1, 2011 (the "*Effective Date*").
2. Upon the Effective Date, Subsidiary shall be merged with and into Parent, which shall be the surviving corporation, and Parent shall assume all obligations of the Subsidiary.
3. Upon the Effective Date, the outstanding capital stock of the Subsidiary shall be cancelled without consideration therefor.

IN WITNESS WHEREOF, Parent has duly executed this Plan of Merger as of the date written above.

TEIKOKU PHARMA USA, INC.,
a California corporation

By: 
Name: Ichiro Mori
Title: EVP & COO

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

SEP 29 2011 OK


Secretary of State

PALOALTO/127455.3