

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	10/01/2012		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
MPC Merger Sub, Inc.		10/01/2012	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	Takeda Pharmaceuticals U.S.A., Inc.		
Street Address:	One Takeda Parkway		
City:	Deerfield		
State/Country:	ILLINOIS		
Postal Code:	60015		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
Property Type	Number	Word Mark	
Registration Number:	3716922	COLCRYS	
Registration Number:	3842336	COLCRYS	
<b>CORRESPONDENCE DATA</b>			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	jbenenson@urlpharma.com		
Correspondent Name:	Johnna Benson		
Address Line 1:	7722 Dungan Road		
Address Line 4:	Philadelphia, PENNSYLVANIA 19111		
ATTORNEY DOCKET NUMBER:	COLCRYS MERGER TO TPUSA		
NAME OF SUBMITTER:	Johnna Benson		
Signature:	/johnnabenson/		

OP \$65.00 3716922

Date:

01/03/2013

**Total Attachments: 3**

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# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, 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:

"MPC MERGER SUB, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "TAKEDA PHARMACEUTICALS U.S.A., INC." UNDER THE NAME OF "TAKEDA PHARMACEUTICALS U.S.A., INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 2012, AT 10:09 O'CLOCK A.M.

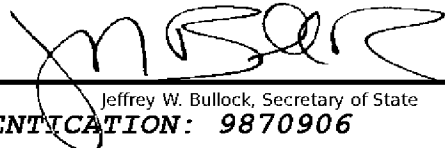
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF OCTOBER, A.D. 2012, AT 12:05 O'CLOCK A.M.

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

2894153 8100M

121063712



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9870906

DATE: 09-25-12

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

TRADEMARK  
REEL: 004934 FRAME: 0947

**CERTIFICATE OF MERGER  
FOR THE MERGER OF MPC MERGER SUB, INC.  
WITH AND INTO  
TAKEDA PHARMACEUTICALS U.S.A., INC.**

Pursuant to Section 251(c) of the  
General Corporation Law of the State of Delaware

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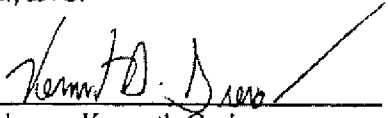
Takeda Pharmaceuticals U.S.A., Inc., a Delaware corporation (the "Company"), does hereby certify to the following facts relating to the merger (the "Merger") of MPC Merger Sub, Inc., a Delaware corporation ("Merger Sub"), with and into the Company, with the Company continuing as the surviving corporation of the Merger:

- FIRST: The Company and Merger Sub are the constituent corporations in the Merger, and each is a corporation incorporated pursuant to the laws of the State of Delaware.
- SECOND: An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, executed, acknowledged and certified by each of the Company and Merger Sub in accordance with the provisions of Section 251 of the General Corporation Law of the State of Delaware and, with respect to each of the Company and Merger Sub, by the written consent of the sole stockholder thereof in accordance with Section 228 of the General Corporation Law of the State of Delaware.
- THIRD: The surviving corporation of the Merger shall be the Company (the "Surviving Corporation"). The name of the Surviving Corporation shall be Takeda Pharmaceuticals U.S.A., Inc.
- FOURTH: Upon the effectiveness of the Merger, the certificate of incorporation of the Company in effect immediately prior to the Merger shall be the certificate of incorporation of the Surviving Corporation.
- FIFTH: The executed Merger Agreement is on file at the office of the Surviving Corporation at One Takeda Parkway, Deerfield, Illinois 60015.
- SIXTH: A copy of the executed Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation of the Merger.
- SEVENTH: The Merger shall take effect as of 12:05 a.m. on October 1, 2012.

*[Signature page follows.]*

**IN WITNESS WHEREOF**, Takeda Pharmaceuticals U.S.A., Inc. has caused this Certificate of Merger to be executed by its duly authorized officer as of September 25, 2012.

**TAKEDA PHARMACEUTICALS  
U.S.A., INC.**

By:   
Name: Kenneth Greisman  
Title: Secretary

[Certificate of Merger - MPC Merger Sub with and into TPUSA]