

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	09/06/2000		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Xenogen Corporation		09/06/2000
			Entity Type
			CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Xenogen Corporation		
Street Address:	860 Atlantic Avenue		
City:	Alameda		
State/Country:	CALIFORNIA		
Postal Code:	94501		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
	Property Type	Number	Word Mark
	Registration Number:	2696155	IVIS
	Registration Number:	2729588	LPTA
	Registration Number:	2851109	BIOWARE
	Registration Number:	2402773	LIVING IMAGE
CORRESPONDENCE DATA			
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>			
Phone:	617-345-4607		
Email:	jwessel@daypitney.com		
Correspondent Name:	Jack Wessel		
Address Line 1:	One International Place		
Address Line 2:	Day Pitney LLP		
Address Line 4:	Boston, MASSACHUSETTS 02110		

CH \$115.00 2696155

ATTORNEY DOCKET NUMBER:	170865-002760(JW)
NAME OF SUBMITTER:	Jack Wessel, Attorney of Record
Signature:	/jack wessel/
Date:	02/21/2013
Total Attachments: 3 source=XENOGEN CORPORATIO(CA) to XENOGEN CORPORATION (DE) [Merger]#page1.tif source=XENOGEN CORPORATIO(CA) to XENOGEN CORPORATION (DE) [Merger]#page2.tif source=XENOGEN CORPORATIO(CA) to XENOGEN CORPORATION (DE) [Merger]#page3.tif	

**CERTIFICATE OF MERGER
OF
XENOGEN CORPORATION, A CALIFORNIA CORPORATION
with and into
XENOGEN CORPORATION, A DELAWARE CORPORATION
Under Section 252 of the General Corporation Law of the State of Delaware**

Pursuant to Section 252(c) of the General Corporation Law of the State of Delaware, as amended, Xenogen Corporation, a Delaware corporation ("Xenogen -Delaware"), hereby certifies to the following information relating to the merger of Xenogen Corporation, a California corporation ("Xenogen -California"), with and into Xenogen -Delaware (the "Merger").

1. The name and the state of incorporation of each of the constituent corporations in the Merger are:
 - a) Xenogen Corporation, a California corporation; and
 - b) Xenogen Corporation, a Delaware corporation.
2. An agreement and plan of reorganization, dated as of September 7, 2000 by and between Xenogen -California and Xenogen -Delaware ("Merger Agreement"), setting forth the terms and conditions of such Merger has been approved, adopted, certified, executed and acknowledged by the constituent corporations pursuant to subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation is: Xenogen Corporation ("Surviving Corporation"), a Delaware Corporation.
4. The Certificate of Incorporation of Xenogen -Delaware, as it exists immediately prior to the time this Certificate is duly filed with the Secretary of State of the State of Delaware, shall be the Certificate of Incorporation of the Surviving Corporation and thereafter may be amended in accordance with its terms and as provided by law.
5. An executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, which is located at 860 Atlantic Avenue, Alameda, CA 94501.
6. A copy of the Merger Agreement shall be furnished by the Surviving Corporation, on request and without cost, to any stockholder of Xenogen -California or Xenogen -Delaware.

[Remainder of page intentionally left blank]

7. The authorized capital stock of Xenogen -California immediately prior to the time this Certificate is duly filed with the Secretary of State of the State of Delaware is: 35,000,000 shares of Common Stock, no par value and 20,346,501 shares of Preferred Stock, no par value; 60,606 shares of which are designated as "Series A Preferred Stock," 200,000 shares of which are designated as "Series B Preferred Stock," 5,156,924 shares of which are designated as "Series C Preferred Stock," 6,678,791 shares of which are designated as "Series D Preferred Stock," and 8,250,000 shares of which are designated as "Series E Preferred Stock."

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, Xenogen Corporation, a Delaware corporation, has caused this Certificate to be signed by Pamela R. Contag, its authorized officer, on the 6th day of Sept., 2000.

XENOGEN CORPORATION

By: *Pamela R. Contag*
Pamela R. Contag, President and Co-Chief
Executive Officer