

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2013		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
LABOPHARM, INC.		01/01/2013	CORPORATION:
RECEIVING PARTY DATA			
Name:	PALADIN LABS INC.		
Street Address:	6111 Royalmount Avenue, Suite 102		
City:	Montreal, Quebec		
State/Country:	QUEBEC		
Postal Code:	H4P2T4		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	4033223	CONTRAMID	
Registration Number:	3008707	CONTRAMID	
Registration Number:	3991441	LABOPHARM	
Registration Number:	2855516	LABOPHARM	
CORRESPONDENCE DATA			
Fax Number:	5098380007		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	shamus.odoherty@painehamblen.com		
Correspondent Name:	Shamus T. O'Doherty		
Address Line 1:	717 W. Sprague Ave. Suite 1200		
Address Line 4:	Spokane, WASHINGTON 99201		
ATTORNEY DOCKET NUMBER:	37905.00001		

OP \$115.00 4033223

DOMESTIC REPRESENTATIVE

Name: Shamus T. O'Doherty
Address Line 1: 717 W. Sprague Ave., Suite 1200
Address Line 4: Spokane, WASHINGTON 99201

NAME OF SUBMITTER:	Shamus T. O'Doherty
Signature:	/Shamus T. O'Doherty/
Date:	09/03/2013

Total Attachments: 4

source=Certificate of Amalgamation (Paladin Labs Inc.) (01195271)#page1.tif
source=Certificate of Amalgamation (Paladin Labs Inc.) (01195271)#page2.tif
source=Certificate of Amalgamation (Paladin Labs Inc.) (01195271)#page3.tif
source=Certificate of Amalgamation (Paladin Labs Inc.) (01195271)#page4.tif



Certificate of Amalgamation

Canada Business Corporations Act

Certificat de fusion

Loi canadienne sur les sociétés par actions

PALADIN LABS INC.

Corporate name / Dénomination sociale

836970-4

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

JE CERTIFIE que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Marcie Girouard

Director / Directeur

2013-01-01

Date of Amalgamation (YYYY-MM-DD)
Date de fusion (AAAA-MM-JJ)



Industry Canada / Industrie Canada

Canada Business / Les affaires commerciales
Corporations Act (CBCA) / Loi sur les sociétés par actions (LCSA)

FORM 9
ARTICLES OF AMALGAMATION
(SECTION 185)

FORMULAIRE 9
STATUTS DE FUSION
(ARTICLE 185)

Form 9

1 - Name of the Amalgamated Corporation / Dénomination sociale de la société issue de la fusion
PALADIN LABS INC.

2 - The province or territory in Canada where the registered office is to be situated (do not indicate the full address) / La province ou le territoire au Canada où sera situé le siège social (n'indiquez pas l'adresse complète)
Québec

3 - The classes and any maximum number of shares that the corporation is authorized to issue / Catégories et tout nombre maximal d'actions que la société est autorisée à émettre
100,000,000 common shares without par value.

4 - Restrictions, if any, on share transfers / Restrictions sur le transfert des actions, s'il y a lieu
None

5 - Minimum and maximum number of directors (for a fixed number of directors, please indicate the same number in both boxes) / Nombre minimal et maximal d'administrateurs (pour un nombre fixe, veuillez indiquer le même nombre dans les deux cases)
Minimum: 1 Maximum: 3 / Minimal: [] Maximal: []

6 - Restrictions, if any, on business the corporation may carry on / Limites imposées à l'activité commerciale de la société, s'il y a lieu
None

7 - Other provisions, if any / Autres dispositions, s'il y a lieu
NIL

8 - The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows: / La fusion a été approuvée en accord avec l'article ou le paragraphe de la Loi indiqué ci-après
 183 184(1) 184(2)

9 - Declaration: I hereby certify that I am a director or an officer of the corporation. / Déclaration: J'atteste que je suis un administrateur ou un dirigeant de la société.

Name of the amalgamating corporations / Dénomination sociale des sociétés fusionnantes	Corporation No. / N° de la société	Signature
PALADIN LABS INC.	454402-1	<i>[Signature]</i>
LABOPHARM INC.	444515-1	<i>[Signature]</i>

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

Nota: Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ ou d'un emprisonnement maximal de six mois, ou de ces deux peines (paragraphe 250(1) de la LCSA).

8369704

E-MAILanada
2012-12-21
11:09

**Initial Registered Office Address and
First Board of Directors**

(To be filed with Articles of Incorporation, Amalgamation and Continuance)
(Sections 19 and 106 of the Canada Business Corporations Act (CBCA))

Form 2

You are providing information required by the CBCA. Note that both the CBCA and the Privacy Act allow this information to be disclosed to the public. It will be stored in personal information bank number IC/PPU-042.

Changes to the registered office of the board of directors are to be made by filing Form 3 - Change of Registered Office Address or Form 6 - Changes Regarding Directors.

Instructions

1 The address of a director must be a residential address or other address for service. An address for service is an address where legal documents must be accepted by the director or someone on their behalf, and where an acknowledgement or delivery receipt can be provided, if required. An address for service can be the residential address of the director or a business address.

At least 25 per cent of the directors of a corporation must be Canadian residents. If a corporation has four directors or less, at least one director must be a Canadian resident (subsection 105(3) of the Canada Business Corporations Act (CBCA)).

If the corporation is a "distributing" corporation, there must be at least three directors.

However, the board of directors of corporations operating in uranium mining, book publishing and distribution, book sale or film and video distribution must be comprised of a majority of Canadian residents (subsection 105(3.1) of the CBCA).

If the space available is insufficient, please attach a schedule to the form.

Declaration

5 In the case of an incorporation this form must be signed by the incorporator. In the case of an amalgamation or a continuance, this form must be signed by a director or an officer of the corporation (subsection 282(2) of the CBCA).

If you require more information, please consult our website at www.corporationscanada.gc.ca or contact us at 613-941-9042 (Ottawa region), toll-free at 1-866-933-5555 or by email at corporationscanada@ic.gc.ca.

File documents online
(except for Articles of Amalgamation):
Corporations Canada Online
Filing Centre:
www.corporationscanada.gc.ca

Or send documents by mail:
Director General,
Corporations Canada
Jean Edmonds Tower South
9th Floor
365 Laurier Ave. West
Ottawa ON K1A 8C8

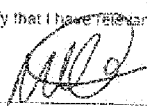
By Facsimile: 613-941-0999

1 Corporation name
PALADIN LABS INC.

2 Address of registered office (must be a street address, a P.O. Box is not acceptable)
6111 Royalmount Avenue, Suite 102
NUMBER AND STREET NAME
Montréal Québec H4P 2T4
CITY PROVINCE/TERRITORY POSTAL CODE

3 Mailing address (if different from the registered office)
SAME AS ABOVE
ATTENTION OF
NUMBER AND STREET NAME
CITY PROVINCE/TERRITORY POSTAL CODE

4 Members of the board of directors		ADDRESS (must be a street address, a P.O. Box is not acceptable)	IS THIS A RESIDENTIAL ADDRESS?
FIRST NAME	LAST NAME		
Jonathan	Goodman	605 Côte Saint-Anne, Westmount, Québec, H3Y 2K5	Y
Mark A.	Beaudet	3775 Harvard Avenue, Montréal, Québec, H4A 2W6	Y
Ted S.	Wise	4700 Sainte-Catherine Street West, Westmount, Québec, H3Z 1S6	Y
Robert M.	Lande	181 Hudson Street, New York, New York, 10019, United States	N
Gerald P.	McDole	1210 Greenoaks Drive, Mississauga, Ontario, L5J 3A3	Y

5 Declaration
I hereby certify that I have relevant knowledge and that I am authorized to sign and submit this form.

SIGNATURE
Mark A. Beaudet (514) 340-1112
PRINT NAME TELEPHONE NUMBER
Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

E-MAIL
2012-12-21
11:09



