

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM350611

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<b>EFFECTIVE DATE:</b>	05/07/2015		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Hyperion Therapeutics, Inc.		05/07/2015	CORPORATION: DELAWARE
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
Horizon Therapeutics, Inc.	05/07/2015	CORPORATION: DELAWARE	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Name:</b>	Horizon Therapeutics, Inc.		
<b>Street Address:</b>	520 Lake Cook Road, Suite 520		
<b>City:</b>	Deerfield		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60015		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2203912	BUPHENYL	
<b>Registration Number:</b>	4324829	RAVICTI	
<b>Serial Number:</b>	86416152	HEGI	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	5037782200		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	2062237749		
<b>Email:</b>	trademarks@lanepowell.com, jaglaf@lanepowell.com		
<b>Correspondent Name:</b>	Frances M Jagla		
<b>Address Line 1:</b>	601 S.W. Second Avenue, Suite 2100		
<b>Address Line 4:</b>	Portland, OREGON 97204		
<b>ATTORNEY DOCKET NUMBER:</b>	126667.1		
<b>NAME OF SUBMITTER:</b>	Frances M. Jagla		

OP \$90.00 2203912

<b>SIGNATURE:</b>	/Frances M Jagla/
<b>DATE SIGNED:</b>	08/06/2015
<b>Total Attachments: 7</b> source=Hyperion Therapeutics Inc-DE merger and short form gs#page1.tif source=Hyperion Therapeutics Inc-DE merger and short form gs#page2.tif source=Hyperion Therapeutics Inc-DE merger and short form gs#page3.tif source=Hyperion Therapeutics Inc-DE merger and short form gs#page4.tif source=Hyperion Therapeutics Inc-DE merger and short form gs#page5.tif source=Hyperion Therapeutics Inc-DE merger and short form gs#page6.tif source=Hyperion Therapeutics Inc-DE merger and short form gs#page7.tif	

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HORIZON THERAPEUTICS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF MAY, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HORIZON THERAPEUTICS, INC." WAS INCORPORATED ON THE FIRST DAY OF NOVEMBER, A.D. 2006.


AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

4244171 8300

150630371



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2356683

DATE: 05-07-15

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

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REEL: 005594 FRAME: 0724

# Delaware

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*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:


"GHRIAN ACQUISITION INC.", A DELAWARE CORPORATION,  
WITH AND INTO "HYPERION THERAPEUTICS, INC." UNDER THE NAME OF "HORIZON THERAPEUTICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF MAY, A.D. 2015, AT 11:35 O'CLOCK A.M.

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

4244171 8100M

150629914



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2356663

DATE: 05-07-15

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

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**CERTIFICATE OF MERGER**  
**OF**  
**GHRIAN ACQUISITION INC.**  
**WITH AND INTO**  
**HYPERION THERAPEUTICS, INC.**

**May 7, 2015**

Pursuant to Section 251(h) of the General Corporation Law of the State of Delaware (the "DGCL"), Hyperion Therapeutics, Inc., a Delaware corporation, does hereby certify the following information in connection with the merger of Ghrian Acquisition Inc., a Delaware corporation, with and into Hyperion Therapeutics, Inc. (the "Merger"):

**FIRST:** The name and state of incorporation of each of the constituent corporations in the Merger (the "Constituent Corporations") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Hyperion Therapeutics, Inc.	Delaware
Ghrian Acquisition Inc.	Delaware

**SECOND:** The Agreement and Plan of Merger, dated as of March 29, 2015, by and among Hyperion Therapeutics, Inc., Horizon Pharma, Inc., and Ghrian Acquisition Inc. (as amended, modified, and supplemented from time to time, the "Merger Agreement") has been approved, adopted, executed and acknowledged by each of the Constituent Corporations pursuant to and in accordance with the requirements of Section 251(h) of the DGCL (and, with respect to Ghrian Acquisition Inc., by the written consent of its sole stockholder in accordance with Section 228 of the DGCL).

**THIRD:** The name of the surviving corporation in the Merger (the "Surviving Corporation") shall be "Horizon Therapeutics, Inc."

**FOURTH:** The certificate of incorporation of Hyperion Therapeutics, Inc. as in effect immediately prior to the Merger shall be amended and restated in its entirety at the effective time of the Merger as set forth in Annex A attached hereto and, as so amended and restated, shall be the certificate of incorporation of the Surviving Corporation until thereafter amended as provided therein or by applicable law.

**FIFTH:** The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, the address of which is 2000 Sierra Point Parkway, Suite 400, Brisbane, California 94005.


**SIXTH:** A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either Constituent Corporation.

**SEVENTH:** The Merger shall become effective immediately upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

*(Remainder of page intentionally left blank)*

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger on the date first written above.

**HYPERION THERAPEUTICS, INC.**

By:   
Name: Donald J. Santel  
Title: President and Chief Executive Officer

*Signature page to Delaware Certificate of Merger*

**ANNEX A**

**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION**

**OF**

**HORIZON THERAPEUTICS, INC.**

**I.**

The name of this corporation is Horizon Therapeutics, Inc.

**II.**

The registered office of the corporation in the State of Delaware shall be 3411 Silverside Road, Rodney Bldg, Suite 104, City of Wilmington, County of New Castle County, 19810 and the name of the registered agent of the corporation in the State of Delaware at such address is Cal Title-Search, Inc.

**III.**

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the Delaware General Corporation Law.

**IV.**

This corporation is authorized to issue only one class of stock, to be designated Common Stock. The total number of shares of Common Stock presently authorized is 1,000, each having a par value of \$0.001.

**V.**

**A.** The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by the Board of Directors in the manner provided in the Bylaws.

**B.** The Board of Directors is expressly empowered to adopt, amend or repeal the Bylaws of the corporation. The stockholders shall also have power to adopt, amend or repeal the Bylaws of the corporation; provided, however, that, in addition to any vote of the holders of any class or series of stock of the corporation required by law or by this Amended and Restated Certificate of Incorporation (this "Certificate of Incorporation"), such action by stockholders shall require the affirmative vote of the holders of at least a majority of the voting power of all of the then-outstanding shares of the capital stock of the corporation entitled to vote generally in the election of directors, voting together as a single class.

**VI.**

**A.** To the fullest extent permitted by law, no director of the corporation shall be personally liable for monetary damages for breach of fiduciary duty as a director. Without limiting the effect of the preceding sentence, if the Delaware General Corporation Law is hereafter amended to authorize the further elimination or limitation of the liability of a director, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Delaware General corporation Law, as so amended.

*Amended and Restated Certificate of Incorporation of Horizon Therapeutics, Inc.*

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**B.** Neither any amendment nor repeal of this Article VI, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article VI, shall eliminate, reduce or otherwise adversely affect any limitation on the personal liability of a director of the corporation existing at the time of such amendment, repeal or adoption of such an inconsistent provision.

**VII.**

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

*Amended and Restated Certificate of Incorporation of Horizon Therapeutics, Inc.*