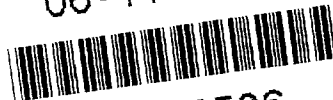


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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

NeXstar Pharmaceuticals, Inc.

6302

- Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: May 2, 2002

2. Name and address of receiving party(ies)

Gilead Sciences, Inc. 333 Lakeside Drive Foster City, California 94404

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

OFFICE OF PATENT AND TRADEMARKS FINANCE SECTION 2002 JUN -2 11 07 36

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,691,142

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Thomas D. Bratschun Swanson & Bratschun, L.L.C. 1745 Shea Center Drive, Suite 330 Highlands Ranch, Colorado 80129

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

06/10/2002 DBYRNE 00000041 1691142 40.00 DP 01 FC:481

DO NOT USE THIS SPACE

9. Signature.

Thomas D. Bratschun Name of Person Signing

Signature

May 23, 2002 Date

Total number of pages including cover sheet, attachments, and document:

4

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002522 FRAME: 0838

Delaware

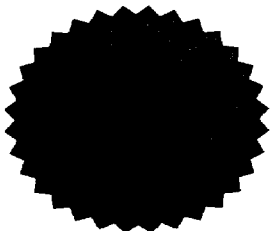
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"NEXSTAR PHARMACEUTICALS INTERNATIONAL, INC.", A DELAWARE CORPORATION,

WITH AND INTO "GILEAD SCIENCES, INC." UNDER THE NAME OF "GILEAD SCIENCES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF MAY, A.D. 2002, AT 2 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2129876 8100M

020321649

AUTHENTICATION: 1786587

DATE: 05-20-02

TRADEMARK
REEL: 002522 FRAME: 0839

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
NEXSTAR PHARMACEUTICALS INTERNATIONAL, INC.
INTO
GILEAD SCIENCES, INC.**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Gilead Sciences, Inc., a Delaware corporation (the "Corporation"), does hereby certify:

FIRST: That the Corporation is incorporated pursuant to the Delaware General Corporation Law.

SECOND: That the Corporation owns all of the outstanding shares of each class of the capital stock of NeXstar Pharmaceuticals International, Inc. (the "Subsidiary"), a Delaware corporation.

THIRD: That the Corporation, by the following resolutions of its Board of Directors, duly adopted on the 1st day of May, 2002, determined to merge into itself the Subsidiary on the conditions set forth in such resolutions:

RESOLVED, that the Corporation merge into itself its subsidiary NeXstar Pharmaceuticals International, Inc. (the "Subsidiary"), with the Corporation being the surviving corporation of such merger and acquiring thereby all the assets and properties of the Subsidiary and assuming all of the liabilities and obligations of the Subsidiary;

RESOLVED FURTHER, that the Board of Directors hereby authorizes, approves, adopts, ratifies and confirms that certain Agreement and Plan of Merger by and among the Corporation and the Subsidiary; and

RESOLVED FURTHER, that the officers of the Corporation be, and each of them hereby is, authorized and directed, for and on behalf of the Corporation, to cause the Corporation to execute and deliver, and file with the Delaware Secretary of State, a Certificate of Ownership and Merger, and to execute, deliver and file such additional documents or perform such acts as are determined to be necessary or appropriate to carry out the merger of the Subsidiary into the Corporation as described above.

FOURTH: The name of surviving corporation is Gilead Sciences, Inc.

FIFTH: The Certificate of Incorporation of Gilead Sciences, Inc., as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the Delaware General Corporation Law.

SIXTH: The executed Agreement and Plan of Merger between the aforesaid constituent entities is on file at the principal place of business of the aforesaid surviving corporation, the address of which is as follows: Gilead Sciences, Inc., 333 Lakeside Drive, Foster City, California 94404.

SEVENTH: A copy of the aforesaid Agreement and Plan of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be executed in its corporate name as of this 2nd day of May, 2002

GILEAD SCIENCES, INC.

By: Mark L. Perry
Mark L. Perry
Executive Vice President, Operations

ATTEST:

By: Graig H. Alton
Graig H. Alton, Assistant Secretary