

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Gene24, Inc.		12/23/2008	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Pathway Genomics Corporation		
<b>Street Address:</b>	4045 Sorrento Valley Road		
<b>City:</b>	San Diego		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	92121		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77615360	PATHWAY GENOMICS	
<b>Serial Number:</b>	77633965	THE SCIENCE OF ME	
<b>Serial Number:</b>	77633958	THE SCIENCE OF US	
<b>Serial Number:</b>	77505828	YOUR GENES, YOUR LIFE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(858)314-1501		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	858-314-1500		
<b>Email:</b>	cakukkonen@mintz.com		
<b>Correspondent Name:</b>	Carl A. Kukkonen, III		
<b>Address Line 1:</b>	3580 Carmel Mountain Road, Suite 300		
<b>Address Line 4:</b>	San Diego, CALIFORNIA 92130		
<b>ATTORNEY DOCKET NUMBER:</b>	38288-400		
<b>NAME OF SUBMITTER:</b>	Carl A. Kukkonen, III		

**CH \$115.00 77615360**

**900134106**

**TRADEMARK  
 REEL: 003987 FRAME: 0651**

Signature:	/ck3/
Date:	05/14/2009
Total Attachments: 3 source=PathwayGenomics#page2.tif source=PathwayGenomics#page3.tif source=PathwayGenomics#page4.tif	

# 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 AMENDMENT OF "GENE24, INC.", CHANGING ITS NAME FROM "GENE24, INC." TO "PATHWAY GENOMICS CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2008, AT 7:55 O'CLOCK P.M.

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

4556391 8100

081227399

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



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7050830

DATE: 12-29-08

TRADEMARK

REEL: 003987 FRAME: 0653

**CERTIFICATE OF AMENDMENT  
OF  
THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF  
GENE24, INC.**

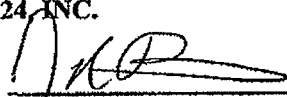
Gene24, Inc., a corporation organized and existing under the laws of the State of Delaware (the "*Corporation*"), does hereby certify as follows:

1. The Corporation was incorporated pursuant to an original Certificate of Incorporation filed with the Secretary of State of the State of Delaware on June 3, 2008.
2. The Certificate of Incorporation was amended and restated by an Amended and Restated Certificate of Incorporation filed with the Delaware Secretary of State on October 6, 2008 (the "*Restated Certificate*").
3. By written consent of the Board of Directors of the Corporation (the "*Board*") on December 23, 2008, a resolution was duly adopted, pursuant to Sections 141(f) and 242 of the General Corporation Law of the State of Delaware, setting forth a proposed amendment of the Restated Certificate of Incorporation, and declaring the proposed amendment advisable. The stockholders of the Corporation duly approved and adopted the proposed amendment of the Amended and Restated Certificate of Incorporation by written consent in accordance with Sections 228 and 242 of the General Corporation Law of the State of Delaware on December 23, 2008.
6. The Restated Certificate is hereby amended by deleting the first and only sentence of Article I thereof and by substituting the following in lieu of such deleted sentence:  
  
"The name of the Corporation is Pathway Genomics Corporation."
7. The Restated Certificate is hereby further amended by deleting the second sentence of the first paragraph of Section B of Article IV thereof and by substituting the following in lieu of such deleted sentence:  
  
"The rights, preferences, privileges, and restrictions granted to and imposed on the Series A Preferred Stock, which series shall consist of Eleven Million Eight Hundred Sixty Seven Thousand Two Hundred Sixty Seven (11,867,267) shares, are as set forth below in this Section IV(B)."

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the Corporation has caused this Amendment to the Amended and Restated Certificate of Incorporation of the Corporation to be signed by James Plante, its President, thereto duly authorized, this 23rd day of December, 2008.

**GENE24, INC.**

By:   
Name: James Plante  
Title: President

[Signature Page to Certificate of Amendment of the  
Restated Certificate of Incorporation]