

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|---|---|----------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 03/01/2012 | | |
| CONVEYING PARTY DATA | | | |
| | Name | Formerly | Execution Date |
| | Project Phoenix Acquisition Corp. | | 03/01/2012 |
| | ForteBio, Inc. | | 03/01/2012 |
| | | | Entity Type |
| | | | CORPORATION: |
| | | | CORPORATION: |
| RECEIVING PARTY DATA | | | |
| Name: | Pall ForteBio Corp. | | |
| Street Address: | 1360 Willow Road | | |
| Internal Address: | Suite 205 | | |
| City: | Menlo Park | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 94025-1516 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 3 | | | |
| | Property Type | Number | Word Mark |
| | Serial Number: | 85375015 | BLITZ |
| | Registration Number: | 3393063 | FORTEBIO |
| | Registration Number: | 3309144 | OCTET |
| 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: | 516.484.5400 | | |
| Email: | Michael_Forzano@Pall.com, Mary_Harkins@Pall.com | | |
| Correspondent Name: | Michael J. Forzano | | |
| Address Line 1: | 25 Harbor Park Drive | | |
| Address Line 4: | Port Washington, NEW YORK 11050 | | |

CH \$90.00 85375015

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|--|---------------------|
| ATTORNEY DOCKET NUMBER: | 82095, 82096, 82097 |
| NAME OF SUBMITTER: | Michael J. Forzano |
| Signature: | /mjf/ |
| Date: | 06/28/2012 |
| Total Attachments: 4 source=PallForteBioMergerName Chage#page1.tif source=PallForteBioMergerName Chage#page2.tif source=PallForteBioMergerName Chage#page3.tif source=PallForteBioMergerName Chage#page4.tif | |

Delaware

PAGE 1

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:

"PROJECT PHOENIX ACQUISITION CORP.", A DELAWARE CORPORATION, WITH AND INTO "FORTEBIO, INC." UNDER THE NAME OF "PALL FORTEBIO CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF MARCH, A.D. 2012, AT 10:49 O'CLOCK A.M.

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

3459777 8100M

120259573



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9401196

DATE: 03-01-12

TRADEMARK
REEL: 004810 FRAME: 0336

CERTIFICATE OF MERGER
OF
FORTEBIO, INC.
a Delaware corporation
AND
PROJECT PHOENIX ACQUISITION CORP.
a Delaware corporation

It is hereby certified that:

1. The constituent corporations participating in the merger herein certified are: (a) ForteBio, Inc., which is a corporation registered under the laws of the State of Delaware; and (b) Project Phoenix Acquisition Corp., which is incorporated under the laws of the State of Delaware.
2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 251 of the General Corporation Law of the State of Delaware, to wit, by ForteBio, Inc., in accordance with the laws of the jurisdiction of its registration, and by Project Phoenix Acquisition Corp. in the same manner as is provided in Section 251 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation in the merger herein certified is ForteBio, Inc., which will continue its existence as said surviving corporation under the name Pall ForteBio Corp. upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.
4. The Certificate of Incorporation of ForteBio, Inc., as now in force and effect, is amended to read in its entirety as set forth on Exhibit A hereto.
5. The executed Agreement and Plan of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows: c/o Pall Corporation, 25 Harbor Park Drive, Port Washington, NY 11050-4664.
6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request and without cost, to any stockholder of either of the aforesaid constituent corporations.

The surviving corporation has caused this Certificate of Merger to be executed on its behalf this March 1, 2012.

FORTEBIO, INC..

By: _____

Name: _____

Title: _____

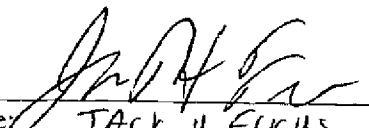

JACK H. FUCHS
CFO

EXHIBIT A

**CERTIFICATE OF INCORPORATION
OF
PALL FORTEBIO CORP.**

FIRST: The name of this corporation is Pall ForteBio Corp.

SECOND: The registered office of the corporation in the State of Delaware is to be located at 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808, County of New Castle. The registered agent of the Company for service of process at such address is Corporation Service Company.

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

FOURTH: The total number of shares of all classes of stock which this corporation shall have authority to issue is one hundred (100) shares of Common Stock, with a par value \$0.01 per share.

FIFTH: The duration of the corporation shall be perpetual.

SIXTH: In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors is expressly authorized and empowered, in the manner provided in the Bylaws of this corporation, to adopt, amend or repeal the Bylaws of the corporation.

SEVENTH: To the fullest extent permitted by the General Corporation Law of the State of Delaware as the same exists or as may hereafter be amended, a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for a breach of fiduciary duty as a director.

EIGHTH: The corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his testator or intestate is or was a director, officer or employee of the corporation or any predecessor of the corporation or serves or served at any other enterprise as a director, officer or employee at the request of the corporation or any predecessor to the corporation.

NINTH: A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except: (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not made in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law of the State of Delaware, or (iv) for any transaction from which a director derived an improper personal benefit. If the General Corporation Law of the State of Delaware is amended after the date of the filing of this Certificate to further eliminate or limit the personal liability of directors, then the liability of

a director of the corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law of the State of Delaware, as amended.

TENTH: The Board of Directors shall adopt Bylaws from time to time with respect to indemnification to provide at all times the fullest indemnification permitted by the General Corporation Law of the State of Delaware, as amended from time to time, and shall cause the corporation to purchase and maintain insurance on behalf of any person who is a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation or for its benefit as a director, officer, employee or agent of any other corporation, or as the representative of the corporation in a partnership, joint venture, trust or other entity, against any expense, liability or loss asserted against or incurred by any such person in any capacity or arising out of any such status, whether or not the corporation would have the power to indemnify such person against such expense, liability or loss.

ELEVENTH: Neither any amendment nor repeal of Paragraphs SEVENTH, EIGHTH, NINTH, TENTH, or ELEVENTH, , nor the adoption of any provision of this corporation's Certificate of Incorporation inconsistent with Paragraphs SEVENTH, EIGHTH, NINTH, TENTH, or ELEVENTH, shall eliminate or reduce the effect of Paragraphs SEVENTH, EIGHTH, NINTH, TENTH, or ELEVENTH, in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this Paragraph ELEVENTH, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

TWELFTH: 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 the General Corporation Law of the State of Delaware, and all powers, preferences, rights and privileges conferred upon stockholders, directors or any other persons herein are granted subject to this reservation.