

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Tercica, Inc.		03/30/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Ipsen Biopharmaceuticals, Inc.
Street Address:	106 Allen Road, 3rd Floor
City:	Basking Ridge
State/Country:	NEW JERSEY
Postal Code:	07920
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	4042383	
Registration Number:	4042384	
Registration Number:	3332656	IGFD
Registration Number:	3538571	IMPROVING ENDOCRINE HEALTH
Registration Number:	3149571	INCRELEX
Registration Number:	3345436	INCRELEX
Registration Number:	3971070	PACE
Registration Number:	3978605	PACE
Registration Number:	3981852	SODA
Registration Number:	3075047	TERCICA
Registration Number:	3117799	
Registration Number:	3313013	

CORRESPONDENCE DATA

Fax Number: 6508497400

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: (650)843-5000

Email: trademarks@cooley.com

Correspondent Name: Aaron M. Fennimore, Esq., Cooley LLP

Address Line 1: 777 6th Street, NW, Suite 1100

Address Line 4: Washington, DISTRICT OF COLUMBIA 20001

ATTORNEY DOCKET NUMBER:	305095-202
NAME OF SUBMITTER:	Aaron M. Fennimore
Signature:	/Aaron M. Fennimore/
Date:	09/13/2012

**Total Attachments: 3**

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# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS FILED FROM AND INCLUDING THE RESTATED CERTIFICATE OR A MERGER WITH A RESTATED CERTIFICATE ATTACHED OF "IPSEN BIOPHARMACEUTICALS, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

RESTATED CERTIFICATE, FILED THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2009, AT 4:22 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "TERCICA, INC." TO "IPSEN BIOPHARMACEUTICALS, INC.", FILED THE THIRTEENTH DAY OF APRIL, A.D. 2012, AT 12:08 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE SIXTEENTH DAY OF APRIL, A.D. 2012.

3464370 8100X

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

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9835495

DATE: 09-11-12

TRADEMARK  
REEL: 004862 FRAME: 0798

**CERTIFICATE OF AMENDMENT  
TO  
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION  
OF  
TERCICA, INC.**

Tercica, Inc., a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the *Corporation*), does hereby certify:

**FIRST:** That pursuant to an Action by Unanimous Written Consent of the Board of Directors of the Corporation, the Board of Directors of the Corporation duly adopted resolutions setting forth proposed amendments to the Certificate of Incorporation of the Corporation. The resolutions setting forth the proposed amendment are as follows:

“**WHEREAS**, the Board proposes to amend the Amended and Restated Certificate of Incorporation of the Corporation, attached hereto as Exhibit A, (the *Certificate of Incorporation*), in order to change the Corporation’s name to “Ipsen Biopharmaceuticals, Inc.” by amending the Certificate of Incorporation, as follows:

**FIRST:** The title of the Certificate of Incorporation will be amended and restated in its entirety to read as follows:

**“AMENDED AND RESTATED CERTIFICATE OF  
INCORPORATION OF IPSEN BIOPHARMACEUTICALS, INC.”**

**SECOND:** Article First of the Certificate of Incorporation shall be amended and restated in its entirety to read as follows:

“**FIRST:** The name of the corporation is Ipsen Biopharmaceuticals, Inc. (hereinafter referred to as the *Corporation*).”

(such amendment, the *Name Change*); and . . .

**RESOLVED FURTHER**, that, in accordance with Section 242 of the DGCL, subject to the receipt of the Stockholder Approval, the Name Change is hereby approved, confirmed, ratified and adopted in all respects. . .”

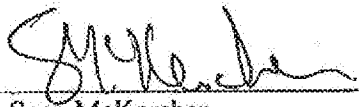
**SECOND:** Pursuant to the provisions of Section 228 of the Delaware General Corporation Law, the stockholders of the Corporation consented to the above amendment.

**THIRD:** That the above amendments were duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the Delaware General Corporation Law.

**FOURTH:** That pursuant to Sections 103(c)(4) and 103(d) of the Delaware General Corporation Law, this Certificate of Amendment shall be effective on April 16, 2012.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed this 30<sup>th</sup> day of March, 2012.

By:   
Name: Sean McKercher  
Title: President and General Manager