

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
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		
Internal Address:	3rd Floor		
City:	Basking Ridge		
State/Country:	NEW JERSEY		
Postal Code:	07920		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3241777	TERCICARE	
CORRESPONDENCE DATA			
Fax Number:	6508497400		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(650) 843-5000		
Email:	trademarks@cooley.com		
Correspondent Name:	Aaron M. Fennimore, Cooley LLP		
Address Line 1:	1299 Pennsylvania Avenue, NW		
Address Line 2:	Suite 700		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004		
ATTORNEY DOCKET NUMBER:	305095-202		
NAME OF SUBMITTER:	Aaron M. Fennimore		
Signature:	/Aaron M. Fennimore/		

CH \$40.00 3241777

Date:

06/28/2013

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

121016836




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9835495

DATE: 09-11-12

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

TRADEMARK
REEL: 005058 FRAME: 0622

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 30th day of March, 2012.

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