

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM431984

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
VL34, Inc.		01/25/2017	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Ohana Biosciences, Inc.		
<b>Street Address:</b>	790 Memorial Drive		
<b>Internal Address:</b>	3rd Floor		
<b>City:</b>	Cambridge		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02139		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87307017	OHANA BIOSCIENCES	
<b>Serial Number:</b>	87307011	OHANA	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8777697945		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	6175425070		
<b>Email:</b>	tmdoctc@fr.com		
<b>Correspondent Name:</b>	Robert M. O'Connell, FISH & RICHARDSON		
<b>Address Line 1:</b>	P.O. Box 1022		
<b>Address Line 4:</b>	Minneapolis, MINNESOTA 55440-1022		
<b>NAME OF SUBMITTER:</b>	Robert M. O'Connell, Jr.		
<b>SIGNATURE:</b>	/Robert M. O'Connell, Jr./		
<b>DATE SIGNED:</b>	06/21/2017		
<b>Total Attachments: 3</b>			
source=VL34 - Certificate of Amendment to Certificate of Incorporation -DE Filed (Name Change)#page1.tif			
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source=VL34 - Certificate of Amendment to Certificate of Incorporation -DE Filed (Name Change)#page3.tif			

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# Delaware

The First State

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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 AMENDMENT OF "VL34, INC.", CHANGING ITS NAME FROM "VL34, INC." TO "OHANA BIOSCIENCES, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF JANUARY, A.D. 2017, AT 5:46 O`CLOCK P.M.

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



  
Jeffrey W. Bullock, Secretary of State

5720566 8100  
SR# 20170448346

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

Authentication: 201932920  
Date: 01-25-17

**TRADEMARK**  
**REEL: 006088 FRAME: 0388**

**CERTIFICATE OF AMENDMENT OF  
THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF  
VL34, INC.**

VL34, Inc., a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "**Corporation**"), does hereby certify that:

FIRST: The name of the Corporation is VL34, Inc.

SECOND: The date on which the Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of the State of Delaware is March 31, 2015, under the name of VL34, Inc.

THIRD: That the Board of Directors of the Corporation duly adopted a resolution setting forth a proposed amendment to the Amended and Restated Certificate of Incorporation, declaring said amendment to be advisable and in the best interests of the Corporation and its stockholders, and authorizing the appropriate officers of the Corporation to solicit the approval of the stockholders therefor, which resolution setting forth the proposed amendment are as follows:

**RESOLVED**, that Article First of the Amended and Restated Certificate of Incorporation of the Corporation be amended to read in its entirety as follows:

"The name of this corporation is Ohana Biosciences, Inc. (the "**Corporation**")."

**RESOLVED**, that the first sentence of Section 3.2 of Article Fourth of the Amended and Restated Certificate of Incorporation of the Corporation be amended to read in its entirety as follows:

"The holders of record of the shares of Preferred Stock, exclusively and as a separate class, shall be entitled to elect three (3) directors of the Corporation (each, a "**Preferred Stock Director**")."

FOURTH: That thereafter said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware by written consent of the stockholders holding the requisite number of shares required by statute given in accordance with and pursuant to Section 228 of the General Corporation Law of the State of Delaware.

*[remainder of page intentionally blank]*

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment of the Amended and Restated Certificate of Incorporation to be executed by its duly authorized officer on this 25<sup>th</sup> day of January, 2017.

/s Jason Hanson  
Jason Hanson, President