

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "INTERNATIONAL SOCIETY FOR COMPUTATIONAL BIOLOGY, INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF JUNE, A.D. 1997, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2766841 8100

971260571

AUTHENTICATION:

8602021


DATE:

08-12-97

I, David J. States, M.D., Ph.D., Treasurer of the International Society For Computational Biology, Inc. hereby certify that the attached are true and correct copies of the original signed and dated Certificate of Incorporation of the International Society For Computational Biology, Inc., and the bylaws and the Organizational Minutes of the corporation. The Certificate of Incorporation was filed with and accepted by the State of Delaware on June 18, 1997.

Date

11/7/97

  
David J. States, M.D., Ph.D.  
Treasurer

**CERTIFICATE OF INCORPORATION**

**OF**

**International Society For Computational Biology, Inc.**

**FIRST.** The name of the Corporation (which is hereafter called the "Corporation") is the "International Society For Computational Biology, Inc".

**SECOND.** The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

**THIRD.** The purposes for which the Corporation is formed are:

- (1) Promote the application of computational methods to problems of biological significance.
- (2) Facilitate basic and applied research, scientific communication, education and international cooperation in computational biology.
- (3) Fund research and educational projects in computational biology.
- (4) Publication and distribution of publications in computational biology.
- (5) Organization and selection of locations to hold regularly scheduled meetings of the members.
- (6) Subject to the provisions of this Certificate of Incorporation and By-Laws, to do, perform and engage in such other acts, things, business, transactions and operations as may be incidental to, or that may facilitate, the business and general purposes of the Corporation.

**FOURTH.** (1) The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock. The number of, qualifications for and other

matters relating to its members shall be as set forth in the By-Laws of the Corporation.

(2) The Corporation shall be a membership corporation and its revenue shall be derived from membership fees and/or such other sources as may be prescribed from time to time by the Board of Directors.

(3) Membership in the organization shall be open to any individual with qualifications in computational biology as defined in the By-Laws of the Corporation.

(4) Membership in the Corporation may be divided into such classifications for annual membership dues or for such other purposes as the By-Laws of the Corporation may prescribe or as the Board of Directors may from time to time designate.

(5) Subject to the provisions of the Certificate of Incorporation, the conditions, terms, privileges, rights and duties of membership shall be stated or provided for in the By-Laws of the Corporation.

(6) Members shall have no voting rights to elect Directors.

FIFTH. The name and mailing address of the incorporator is Lawrence Hunter whose mailing address is 12820-A River Road, Potomac, MD 20854.

SIXTH. The powers of the incorporator shall terminate upon the filing of the Certificate of Incorporation whereupon the powers of the Corporation shall be vested in the Directors. The number of Directors may be increased or decreased only by amending this Certificate of Incorporation, but shall never be less than three (3) nor more than nineteen (19). Each Director shall hold office until removed with or without cause by a majority vote of the remaining Directors. The names and mailing addresses of the Directors who shall act until their successors are duly elected and qualified are:

Keith Dunker, Ph.D.	Biochemistry & Biophysics Washington State University Pullman, WA 99164-4660
Peter Karp, Ph.D.	Artificial Intelligence Center SRI International, EJ229 333 Ravenswood Avenue Menlo Park, CA 94025-3493
Teri Klein, Ph.D.	Department of Pharmaceutical Chemistry University of California 513 Parnassus Avenue Room S-1024 San Francisco, CA 94143-0446
Richard H. Lathrop, Ph.D.	Department of Information and Computer Science 444 Computer Science Bldg. #3425 University of California, Irvine Irvine, CA 92697-3425
Thomas Lengauer, M.D., Ph.D.	GMD-SCAI Schloss Birlinghoven 53754 Sankt Augustin Germany
Christos Ouzounis, Ph.D.	EMBL Outstation EBI Wellcome Trust Genome Campus Hinxton Hall, Hinxton Cambridge CB10 1SD UK
Chris Sander, Ph.D.	EMBL Outstation EBI Wellcome Trust Genome Campus Hinxton Hall, Hinxton Cambridge CB10 1SD UK
David B. Searls, Ph.D.	Vice President and Director, Bioinformatics SmithKline Beecham Pharmaceuticals 709 Swedeland Road, PO Box 1539 King of Prussia, PA 19406

Jude W. Shavlik, Ph.D.

Department of Computer Sciences  
University of Wisconsin  
1210 West Dayton Street  
Madison, WI 53706

Randall F. Smith, Ph.D.

SmithKline Beecham Pharmaceuticals  
UW2230  
709 Swedeland Road, PO Box 1539  
King of Prussia, PA 19406

Alfonso Valencia, Ph.D.

Protein Design Group  
CNB-CSIC  
Campus U. Autonoma  
Cantoblanco Madrid M-28049 Spain

Shoshana Wodak, Ph.D.

EMBL Outstation EBI  
Wellcome Trust Genome Campus  
Hinxton Hall, Hinxton  
Cambridge CB10 1SD UK

SEVENTH. Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed, transferred, conveyed, delivered and paid over to the members or if voted by a majority of the members to any other tax exempt organization of this or any other State having a similar or analogous character or purpose to that of the Corporation.

EIGHTH. The Board of Directors is authorized to adopt, amend, or repeal the By-Laws of the Corporation except as and to the extent provided in the By-Laws provided the same be not inconsistent with this Certificate of Incorporation nor contrary to the laws of the State of Delaware or of the United States. This Certificate of Incorporation can only be amended by a majority vote of the Board of Directors.

NINTH. Any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal,

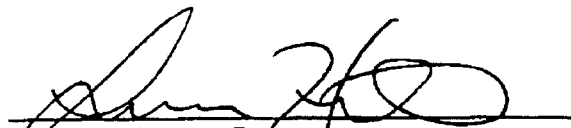
administrative, or investigative (whether or not by or in the right of the Corporation) by reason of the fact that he is or was a director, officer, incorporator, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, incorporator, employee, partner, trustee, or agency of another corporation, partnership, joint venture, trust, or other enterprise (including an employee benefit plan), shall be entitled to be indemnified by the Corporation to the full extent then permitted by law against expenses (including counsel fees and disbursements), judgments, fines (including excise taxes assessed on a person with respect to an employee benefit plan), and amounts paid in settlement incurred by him in connection with such action, suit, or proceedings. Such right of indemnification shall inure whether or not the claim asserted is based on matters which antedate the adoption of this Article NINTH. Such right of indemnification shall continue as to a person who has ceased to be a director, officer, incorporator, employee, partner, trustee or agent and shall inure to the benefit of the heirs and personal representatives of such a person. The indemnification provided by this Article NINTH shall not be deemed exclusive of any other rights which may be provided now or in the future under any provision currently in effect or hereafter adopted of the By-Laws, by any agreement, by vote of members, by resolution of disinterested directors, by provision of law, or otherwise.

TENTH. No director of the Corporation shall be liable to the Corporation or any or its members for monetary damages for breach of fiduciary duty as a director, provided that this provision does not eliminate the liability of the director (i) for any breach of the director's duty of loyalty to the Corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of Title 8 of the Delaware Code, or (iv) for any transaction from which the director derived an improper personal benefit. For purposes of the prior sentence, the term "damaged" shall, to the extent

permitted by law, include, without limitation, any judgment, fine, amount paid in settlement, penalty, punitive damages, excise or other tax assessed with respect to an employee benefit plan, or expense of any nature (including, without limitation, counsel fees and disbursements). Each person who serves as a director of the Corporation while this Article TENTH is in effect shall be deemed to be doing so in reliance on the provisions of this Article TENTH, and neither the amendment or repeal of this Article TENTH, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article TENTH, shall apply to or have any effect on the liability or alleged liability of any director or the Corporation for, arising out of, based upon, or in connection with any acts or omissions of such director occurring prior to such amendment, repeal, or adoption of an inconsistent provision. The provisions of this Article TENTH are cumulative and shall be in addition to and independent of any and all other limitations on or eliminations of the liabilities of directors of the Corporation, as such, whether such limitations or eliminations arise under or are created by any law, rule, regulation, by-law, agreement, vote of shareholders or disinterested directors, or otherwise.

IN WITNESS WHEREOF, I have made, signed, and sealed this Certificate of

Incorporation this 17<sup>th</sup> day of June, 1997.

  
Lawrence Hunter, Incorporator



**STATE of DELAWARE**  
**CERTIFICATE of AMENDMENT AND RESTATEMENT of the CERTIFICATE of**  
**AMENDMENT of the CERTIFICATE of INCORPORATION of the INTERNATIONAL**  
**SOCIETY FOR COMPUTATIONAL BIOLOGY, INC.**

**First:** That at a meeting of the Board of Directors of the International Society For Computational Biology, Inc. resolutions were duly adopted setting forth a proposed amendment and restatement of the Amended Certificate of Incorporation of said Corporation, declaring said amendment and restatement to be advisable. The resolution setting forth the proposed amendment and restatement are as follows:

**Resolved,** that the Certificate of Amendment of the Certificate of Incorporation of this Corporation be amended and restated in its entirety by changing the Articles thereof numbered "First" to "Tenth" so that, as amended and restated, said Articles shall be and read from "First" to "Eleventh" as follows:

**FIRST.** The name of the Corporation (which is hereafter called the "Corporation") is the "International Society For Computational Biology, Inc".

**SECOND.** The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

**THIRD.** Said Corporation is organized exclusively for charitable, educational, religious and scientific purposes, including, for such purposes, the making of distributions to organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. In furtherance of said purposes the Corporation shall:

- (1) Promote the application of computational methods to problems of biological significance.
- (2) Facilitate basic and applied research, scientific communication, education and international cooperation in computational biology.
- (3) Fund research and educational projects in computational biology.
- (4) Publish and distribute publications in computational biology.
- (5) Organize and select locations to hold regularly scheduled meetings of the members.

**FOURTH.** The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock. No part of the net earnings of the Corporation

shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of this certificate the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax laws or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax laws.

(1) The Corporation shall be a membership corporation and its revenue shall be derived from membership fees and/or such other sources as may be prescribed from time to time by the Board of Directors.

(2) The number of, qualifications for and other matters relating to its members shall be as set forth in the By-Laws of the Corporation.

(3) Pursuant to the provisions of Section 141(j) of the General Corporation Law of the State of Delaware, the business and affairs of the Corporation shall be managed as the By-Law of the Corporation may prescribe and not as set forth in Section 141 of the General Corporation Law of the State of Delaware.

(4) Members shall make recommendations to the Board of Directors in electing four (4) Directors of the Corporation in the manner provided and for the term set forth in the By-Laws of the Corporation.

FIFTH. The name and mailing address of the original incorporator was Lawrence Hunter whose mailing address at the time of incorporation was 12820-A River Road, Potomac, MD 20854.

SIXTH. Upon the filing of this Certificate of Amendment and Restatement the powers of the Corporation shall be vested in the Directors named below. The number of Directors may be increased or decreased only by amending the Certificate of Amendment and Restatement, but shall never be less than four (4) nor more than thirty (30). Directors shall hold office for the term set forth in the By-laws of the Corporation. The Directors shall hold office until removed with or without cause by a majority vote of the remaining Directors. The names and mailing addresses of the Directors who shall act until their successors are duly elected and qualified are:

**Name**

Michael Gribskov, Ph.D.  
President, ISCB  
Senior Staff Scientist  
San Diego Supercomputer Center  
University of California, San Diego  
9500 Gilman Drive  
La Jolla, CA 92093-0537  
USA

Anna Tramontano, Ph.D.  
Vice President, ISCB  
Department of Biochemical Sciences "Rossi Fanelli"  
University of Rome "La Sapienza"  
P.le Aldo Moro, 5  
00185 Rome  
ITALY

David Rocke, Ph.D.  
Treasurer, ISCB  
Professor  
School of Medicine  
Department of Applied Science  
Department of Epidemiology and Preventive Medicine  
Center for Image Processing and Integrated Computing  
University of California  
Davis, CA 95616-8609  
USA

Barbara Bryant, Ph.D.  
Secretary, ISCB  
Associate Director of Bioinformatics  
Millennium Pharmaceuticals  
Building 700, 1st floor  
One Kendall Square  
Cambridge, MA 02139  
USA

Russ B. Altman, MD, Ph.D.  
Associate Professor of Genetics, Medicine and Computer Science  
Stanford Medical Informatics  
Stanford University Medical Center  
251 Campus Drive, MSOB X-215  
Stanford, CA 94305-5479  
USA

Philip E. Bourne, Ph.D.  
Professor, Dept. of Pharmacology &  
San Diego Supercomputer Center  
University of California, San Diego  
9500 Gilman Drive  
La Jolla, CA 92093-0537  
USA

Steven E. Brenner, Ph.D.  
University of California, Berkeley  
461A Koshland Hall, # 3102  
Berkeley, CA 94720-3102  
USA

Søren Brunak, Ph.D.  
Professor, Center Director Center for Biological Sequence Analysis  
BioCentrum-DTU  
Technical University of Denmark  
Building 208  
DK-2800 Lyngby  
DENMARK

Rita Casadio, Ph.D.  
Professor of Biophysics, University of Bologna  
CIRB/Dept of Biology  
Via Irnerio 42, 40126  
Bologna  
ITALY

Terry Gaasterland, Ph.D.  
Assistant Professor & Head  
Laboratory of Computational Genomics  
The Rockefeller University  
1230 York Avenue  
New York, NY 10021-6399  
USA

Dietlind L. Gerloff, Ph.D. Lecturer in Bioinformatics  
Biocomputing Research Unit Structural Biochemistry Group  
Institute for Cell and Molecular Biology  
University of Edinburgh, King's Buildings  
Michael Swann Building 3.20  
Edinburgh, Scotland EH16 6YW  
UK

Roderic Guigo, Ph.D  
Institut Municipal d'Investigacio Medica, Universitat Pompeu Fabra, Centre de Regulacio  
Genomica  
C/ Dr. Aiguader  
80 08003 Barcelona  
SPAIN

Winston Hide, Ph.D.  
South African National Bioinformatics Institute  
University of the Western Cape  
Private Bag X17  
University of Western Cape, SANBI  
Bellville 7535  
SOUTH AFRICA

Lawrence Hunter, Ph.D.  
ISCB Founder  
Director, Center for Computational Pharmacology  
University of Colorado School of Medicine  
Health Sciences Center, UCHSC Box C236  
4200 E. 9th Avenue  
Denver, CO 80262  
USA

Minoru Kanehisa, D.Sc.  
Institute for Chemical Research  
Kyoto University  
Uji, Kyoto 611-0011  
JAPAN

Peter D. Karp, Ph.D.  
Director, Bioinformatics Research Group  
Artificial Intelligence Center  
SRI International  
Room EK207  
333 Ravenswood Avenue  
Menlo Park, CA 94025-3493  
USA

Toni Kazic, Ph.D.  
Associate Professor  
Department of Computer Engineering & Computer Science  
143A Engineering Building West  
University of Missouri - Columbia  
Columbia, MO 65211  
USA

Teri E. Klein, Ph.D.  
Senior Scientist, Project Director PharmGKB  
Stanford Medical Informatics  
Stanford University Medical Center  
251 Campus Drive, MSOB X-215  
Stanford, CA 94305-5479  
USA

Goran DS Neshich, Ph.D.  
EMBRAPA/CNPTIA  
EMBRAPA Informatica Agropecuaria  
Av. Dr. Andre TosellonE° 209 - Campus da Unicamp  
13083-886 -SP, Campinas  
BRAZIL

Shoba Ranganathan, Ph.D.  
Associate Professor, Department of Biochemistry and Department of Biological Sciences  
National University of Singapore  
10 Kent Ridge Crescent  
Singapore 119260  
SINGAPORE

Burkhard Rost, Ph.D.  
Associate Professor, Columbia University, Department of Biochemistry and Molecular  
Biophysics  
650 West, 168th Street  
BB217  
New York, NY, 10032  
USA

Hershel M. Safer, Ph.D.  
Zeti Technologies Ltd.  
Manager, Bioinformatics Department  
Gad Fein的角度 Road  
Rehovot  
ISRAEL

Donna K. Slonim, Ph.D.  
Principal Scientist, Bioinformatics  
Genetics Institute  
35 Cambridge Park Drive  
Cambridge, MA 02140  
USA

David J. States, M.D., Ph.D.  
Professor of Human Genetics  
Director of Bioinformatics  
University of Michigan School of Medicine  
Medical Science Building II, Room 5622A  
Ann Arbor, MI 48109  
USA

Gary D. Stormo, Ph.D.  
Professor, Department of Genetics  
Washington University Medical School  
660 S. Euclid, Box 8232  
St. Louis MO 63110  
USA

Masaru (Tommy) Tomita, Ph.D  
Professor and Director  
Laboratory for Bioinformatics  
Keio University  
5322 Endo, Fujisawa. 252-8520  
JAPAN

Alfonso Valencia, Ph.D.  
Protein Design Group  
Centro Nacional de Biotecnologia  
CNB-CSIC  
Cantoblanco, Madrid E-28049  
SPAIN

Tandy Warnow, Ph.D.  
The Department of Computer Sciences  
The University of Texas at Austin  
Austin, TX 78712  
USA

Mike Waterman, Ph.D.  
Professor  
University of Southern California  
Computational and Experimental Genomics  
1042W 36th Place  
DRB 155  
Los Angeles, CA 90089-1113  
USA



Cathy H. Wu, Ph.D.  
Professor of Biochemistry and Molecular Biology  
Georgetown University Medical Center, and  
Director of Bioinformatics  
National Biomedical Research Foundation  
Georgetown University Medical Center  
3900 Reservoir Road, NW  
Washington, DC 20007-2195  
USA

SEVENTH. Upon the dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

EIGHTH. The Board of Directors is authorized to adopt, amend, or repeal the By-Laws of the Corporation except as and to the extent provided in the By-Laws provided the same be not inconsistent with this Certificate of Amendment and Restatement nor contrary to the laws of the State of Delaware or of the United States. This Certificate of Amendment and Restatement can only be amended by a majority vote of the Board of Directors.

NINTH. Any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative (whether or not by or in the right of the Corporation) by reason of the fact that he is or was a director, officer, incorporator, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, incorporator, employee, partner, trustee, or agency of another corporation, partnership, joint venture, trust, or other enterprise (including an employee benefit plan), shall be entitled to be indemnified by the Corporation to the full extent then permitted by law against expenses (including counsel fees and disbursements), judgments, fines (including excise taxes assessed on a person with respect to an employee benefit plan), and amounts paid in settlement incurred by him in connection with such action, suit, or proceedings. Such right of indemnification shall inure whether or not the claim asserted is based on matters which antedate the adoption of this Article NINTH. Such right of indemnification shall continue as to a person who has ceased to be a director, officer,

incorporator, employee, partner, trustee or agent and shall inure to the benefit of the heirs and personal representatives of such a person. The indemnification provided by this Article NINTH shall not be deemed exclusive of any other rights which may be provided now or in the future under any provision currently in effect or hereafter adopted of the By-Laws, by any agreement, by vote of members, by resolution of disinterested directors, by provision of law, or otherwise.

TENTH. No director of the Corporation shall be liable to the Corporation or any or its members for monetary damages for breach of fiduciary duty as a director, provided that this provision does not eliminate the liability of the director (i) for any breach of the director's duty of loyalty to the Corporation or its members, (ii) for acts or omissions not 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 the director derived an improper personal benefit. For purposes of the prior sentence, the term "damaged" shall, to the extent permitted by law, include, without limitation, any judgment, fine, amount paid in settlement, penalty, punitive damages, excise or other tax assessed with respect to an employee benefit plan, or expense of any nature (including, without limitation, counsel fees and disbursements). Each person who serves as a director of the Corporation while this Article TENTH is in effect shall be deemed to be doing so in reliance on the provisions of this Article TENTH, and neither the amendment or repeal of this Article TENTH, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article TENTH, shall apply to or have any effect on the liability or alleged liability of any director or the Corporation for, arising out of, based upon, or in connection with any acts or omissions of such director occurring prior to such amendment, repeal, or adoption of an inconsistent provision. The provisions of this Article TENTH are cumulative and shall be in addition to and independent of any and all other limitations on or eliminations of the liabilities of directors of the Corporation, as such, whether such limitations or eliminations arise under or are created by any law, rule, regulation, by-law, agreement, vote of shareholders or disinterested directors, or otherwise.

ELEVENTH:

(1) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(2) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(3) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(4) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(5) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

**Second:** That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the Directors of said Corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware, at which meeting the necessary number of Directors as required by statute voted in favor of the Certificate of Amendment and Restatement.

**Third:** That said Certificate of Amendment and Restatement were duly adopted in accordance with the provisions of Section 242 and 245 of the General Corporation Law of the State of Delaware.

**Fourth:** That the Corporation is a not for profit corporation without capital stock, neither of which will change by reason of said Certificate of Amendment and Restatement.

BY:   
NAME: Michael Gribskov, Ph.D., President