

CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
AUSHON BIOSYSTEMS, INC.

Aushon BioSystems, Inc. (hereinafter called the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

1. The name of the Corporation is Aushon BioSystems, Inc. The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on June 11, 2003. The original Certificate of Incorporation was amended on September 1, 2006, amended and restated on October 12, 2006, amended and restated on December 21, 2007, amended and restated on March 9, 2009, amended on July 6, 2010, further amended on August 16, 2010 and further amended on March 17, 2011.
2. This Certificate of Amendment of Amended and Restated Certificate of Incorporation was duly adopted by the Board of Directors and stockholders of the Corporation in accordance with the applicable provisions of Sections 141, 228 and 242 of the General Corporation Law of the State of Delaware.
3. The Amended and Restated Certificate of Incorporation is hereby amended by deleting the second paragraph of Article FOURTH thereof in its entirety and by substituting in lieu thereof the following new second paragraph of Article FOURTH:

"After the Effective Time, the total number of shares of all classes of stock which the Corporation shall have authority to issue is (i) Forty-Five Million (45,000,000) shares of Common Stock, \$0.001 par value per share ("*Common Stock*") and (ii) Thirty Million, Four Hundred Forty-Five Thousand, Nine Hundred Thirty-One (30,445,931) shares of Preferred Stock, \$0.001 par value per share ("*Preferred Stock*"), all of which have been designated Series A Convertible Participating Preferred Stock ("*Series A Preferred Stock*")."
4. The Amended and Restated Certificate of Incorporation is hereby further amended by deleting Article FOURTH, Section 4(d)(1)(D)(IV) in its entirety and by substituting in lieu thereof the following:

"up to 7,255,948 shares of Common Stock (or Options or Convertible Securities with respect thereto) (or such higher number, not to exceed 9,000,000, as may be approved by a majority of the Series A Directors), subject in either case to appropriate adjustment in the event of any stock dividend, stock split, combination or other similar recapitalization affecting such shares, issued or deemed issued to employees or directors of, or consultants to, the Corporation or any of its subsidiaries pursuant to the Corporation's 2006 Stock Incentive Plan, 2011 Stock Incentive Plan or similar plans or arrangements approved by a majority of the Series A Directors (provided that any Options for such shares that expire or terminate unexercised or any restricted stock repurchased by the

Corporation shall not be counted toward such maximum number unless and until such shares are regranted as new stock grants (or as new Options) pursuant to the terms of any such plan, agreement or arrangement);”

5. The Amended and Restated Certificate of Incorporation is hereby further amended by deleting the first sentence of Article FOURTH, Section 6(a) and by substituting in lieu thereof the following new first sentence:

“The Corporation shall redeem the Preferred Stock in three annual installments commencing 60 days after receipt by the Corporation at any time on or after May 21, 2016, from the holders of a majority of the then outstanding shares of Preferred Stock, upon written notice requesting redemption of all shares of Preferred Stock (the date of each such installment being referred to as a “Redemption Date”).”

[Remainder of Page Intentionally Left Blank.]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its President this 10th day of September, 2012.

/s/ Martin Verhoef

Martin Verhoef
President