

**CERTIFICATE OF AMENDMENT OF
AMENDED & RESTATED
CERTIFICATE OF INCORPORATION OF
UPJOHN INC.**

Upjohn Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), does hereby certify:

FIRST: That Article First of the Amended & Restated Certificate of Incorporation of the Corporation is hereby amended in its entirety to read as follows (the "Amendment"):

"Name. The name of the corporation is Viatis Inc."

SECOND: The Amendment was duly adopted in accordance with Section 242 of the DGCL.

THIRD: The Amendment shall become effective at 7:20 AM ET on November 16, 2020.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed on November 13, 2020.

UPJOHN INC.

By: /s/ Sanjeev Narula

Name: Sanjeev Narula

Title: Authorized Officer