

OTCQB Certification

I, Joseph W. Ramelli, [Chief Executive Officer] of [Marina Biotech, Inc.] ("the Company"), certify that:

- a. The Company is registered or required to file periodic reporting with the SEC or is exempt from SEC registration as indicated below (mark the box below that applies with an "X"):

- ☒ Company is registered under Section 12(g) of the Exchange Act
☐ Company is relying on Exchange Act Rule 12g3-2(b)
☐ Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act
☐ Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator
☐ Company is reporting under Section 15(d) of the Exchange Act.
☐ Other (describe) _____

b. The Company is current in its reporting obligations as of the most recent fiscal year end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.

c. The Company Profile displayed on www.otcmarkets.com is current and complete as of November 16, 2016 and includes the total shares outstanding, authorized, and in the public float as of that date.

d. The following is a complete list of attorney(s) and law firm(s) who advised or assisted in the preparation of the Company's most recent annual report, including in-house counsel: (If no attorney assisted in putting together the disclosure, indicate the person or persons who prepared the disclosure and their relationship to the company.)

Lawrence Remmel, Esq., Pryor Cashman LLP
Michael T. Campoli, Esq., Pryor Cashman LLP

e. The following is a complete list of third party providers, including names and addresses, engaged by the Company, its officers, directors or controlling shareholders, during the period from the Company's prior fiscal year end to the date of this OTCQB Certification, to provide investor relations services, public relations services, or other related services to the Company including promotion of the Company or its securities:

HDM-ZooMedia, 55 West Wacker, 8th Floor, Chicago, IL 60601 / Kanan Corbin Schupak & Aronow, Inc., d/b/a KCSA Strategic Communications, 880 Third Avenue, 6th Floor, New York, NY 10022

f. Listed below are the names, legal addresses and % of shares owned by all Officers, Directors and Control Persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities). If any of the beneficial shareholders are corporate shareholders, the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders must also be included.

Name	Address (City and State only)	% Shares Owned
Joseph W. Ramelli	Camarillo, CA	Less than 1%
Stefan Loren	Carlsbad, CA	Less than 1%
Philip C. Ranker	Solana Beach, CA	1.1%
Donald A. Williams	San Diego, CA	Less than 1%
Vuong Trieu	Agoura Hills, CA	42.7% ¹
Autotelic LLC	City of Industry, CA	23.8%

¹ Represents: (i) 11,094,641 shares held by Dr. Trieu directly; (ii) 23,123,558 shares held by Autotelic LLC, of which entity Dr. Trieu serves as Chief Executive Officer; (iii) 5,255,354 shares held by Autotelic Inc., of which entity Dr. Trieu serves as Chairman of the Board; (iv) 862,068 shares held by LipoMedics Inc., of which entity Dr. Trieu serves as Chairman of the Board and Chief Operating Officer; (v) 1,928,571 shares issuable to Dr. Trieu upon conversion of a convertible promissory note issued to Dr. Trieu by Marina Biotech, Inc. and (vi) presently exercisable options to purchase 40,500 shares.

Autotelic Inc.	Costa Mesa, CA	5.4%
Pyng Soon	Diamond Bar, CA	5.4%
Mihir Munsif	Trabuco Canyon, CA	5.4%
Lynne Murphy	Naples, FL	5.4%
Philippe P. Calais	City of Industry, CA	Less than 1%
Larn Hwang	Irvine, CA	Less than 1%

Date: April 5, 2017

Name of Certifying CEO or CFO: Joseph W. Ramelli

Title: Chief Executive Officer

Signature: /s/ Joseph W. Ramelli

(Digital Signatures should appear as "/s/ [OFFICER NAME]")