

04-06-1998



MAR 27 1998

OMB No. 0651-0011 (exp. 4/94)

100672786

To the Honorable Commissioner of Patent and Trademarks:
Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

JENKINS, Sharon; LU, Yichen; PAYNE, Lendon; and
ROBERTS, Bryan;

Additional name(s) of conveying party(ies) attached:

Yes No

2. Name and address of receiving party(ies):

Name: VIRUS RESEARCH INSTITUTE

Internal Address: _____

Street Address: 61 Moulton Street

City: Cambridge State: MA Zip: 02138

Additional name(s) & address(es) attached: Yes No

3. Nature of conveyance:

MRD 3-27-98

Assignment

Merger

Security/Agreement

Change of Name

Other _____

Execution Date: 3/9/98, 3/11/98 and 3/18/98

4. Application number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No. (s)

08/474,446

B. Patent No. (s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Raina Semionow

Internal Address: CARELLA, BYRNE, BAIN,
GILFILLAN, CECCHI, STEWART & OLSTEIN

Street Address: 6 Becker Farm Road

City: Roseland State: NJ Zip: 07068

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41)...\$40.00

Enclosed herewith

Previously Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

03-0678

(Attach duplicate copy of this page if paying by deposit account)

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is true copy of the original document.

Raina Semionow Reg. 39,022

Name of Person Signing

Raina Semionow March 24 1998

Signature

Date

Total number of pages including cover sheet, attachments, and document: _____

Mail documents to be recorded with required cover sheet information to

REEL: 9054 FRAME

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04/08/98
FC-143

ASSIGNMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, each of the undersigned, Sharon Jenkins, 10 Beckett Road, Peabody, Massachusetts 01960; Yichen Lu, 15 South Woodside Avenue, Wellesley, Massachusetts 02181; Lendon Payne, 103 Hillside Avenue, Arlington, Massachusetts 02174; Bryan Roberts, 35 Lawrence Street, Cambridge, Massachusetts 02138 hereby sells, assigns and transfers to Virus Research Institute, ("Assignee") having a place of business at 61 Moulton Street, Cambridge, Massachusetts 02138 and its successors, assigns and legal representatives, his entire right, title and interest for the United States and all other countries, in and to the improvements(s) known as:

HIV-1 PROPHYLACTIC COMPOSITION AND METHOD

For which application(s) for United States Letter Patent has (have) been executed by the undersigned on _____ also known as United States Application Serial No. 08/474,446, filed June 7, 1995 and is entitled:

HIV-1 PROPHYLACTIC COMPOSITION AND METHOD

and in and to said application and all divisional, continuing, substitute, renewal, reissue and all other applications for Letters Patent which have been or shall be filed in the United States and all other countries on any of said improvements, and in and to all original and reissued patents which have been or shall be issued in the United States and all other countries on said improvements (hereinafter collectively, the "Patent Rights").

The undersigned further agrees that said Assignee may apply for and receive Letters Patent for said improvements in its own name; and, when requested, without charge to but at the expense of Assignee, its successors, assigns and legal representatives, to carry out in good faith the intent and purpose of this assignment, the undersigned will execute all divisional, continuing, substitute, renewal, reissue and all other patent applications on all such improvements; execute all rightful oaths, assignments, powers of attorney and other papers; communicate to said Assignee, its successors, assigns and representatives all facts known to the undersigned relating to said improvements and the history thereof; and do everything possible which said Assignee, its successors, assigns or representatives shall consider desirable for aiding in securing and maintaining proper patent protection for said improvements and for vesting title to said improvements and all applications for patent and all patents on said improvements in Assignee, its successors, assigns and representatives.

The undersigned hereby represents and warrants to Assignee, its successors, assigns and representatives that no assignment, grant, mortgage, license or other right or agreement affecting the rights and property herein conveyed has been made to others by the undersigned and that full right to convey the same as expressed herein is possessed by the undersigned.

The undersigned hereby grants power to John N. Bain (Reg. No. 18,651); John G. Gilfillan, III (Reg. No. 22,746); Elliot M. Olstein (Reg. No. 24,025); Raymond J. Lillie (Reg. No. 31,778); Charles J. Herron (Reg. No. 28,019); William Squire (Reg. No. 25,378) J.G. Mullins (Reg. No. 33,073) and Raina Semionow (Reg. No. 39,022) to insert on this Assignment any further identification which may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document. Address correspondence and telephone calls to Charles J. Herron c/o Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein, 6 Becker Farm Road, Roseland, New Jersey 07068

IN WITNESS WHEREOF, this Assignment is executed by the undersigned on the date(s) opposite their signature(s):

Inventor's Signature: Sharon Jenkins Date: 11 March 98

STATE OF MA , COUNTY OF Middlesex SS.:

Before me this 11th day of March, 1998 personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

[Signature]
Notary Public

Second Joint Inventor's Signature: Yichen Lu Date: 3/9/98
Yichen Lu

STATE OF MA , COUNTY OF Middlesex SS.:

Before me this 9th day of March, 1998 personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

[Signature]
Notary Public

Third Joint Inventor's Signature: Lendon G. Payne Date: 3/18/98
Lendon Payne

STATE OF WI , COUNTY OF Dane SS.:

Before me this 18th day of March, 1998 personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

Peggy A. Wagner
Notary Public

Fourth Joint Inventor's Signature: [Signature] Date: Mar 9 1998
Bryan Roberts

STATE OF MA , COUNTY OF Middlesex SS.:

Before me this 9th day of March, 1998 personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

[Signature]
Notary Public

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CARELLA, BYRNE, BAIN, GILFILLAN, CECCHI, STEWART & OLSTEIN
6 Becker Farm Road - Roseland, NJ 07068 - (201) 994-1700

RECORDED: 03/27/1998

PATENT
REEL: 9054 FRAME: 0149