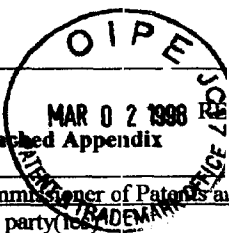


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100828387

Docket No. See Attached Appendix

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130 Waverly Street
Cambridge, MA 02139-4242

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MRO 3-6-98

APPENDIX A
UNITED STATES - Patent Applications

Docket	Inventor(s)	Appln/Date	Title
61859	Dolle et al.	08/444,984 19-May-1995	PYRIDAZINES AS INTERLEUKIN-1-BETA CONVERTING ENZYME INHIBITORS
61859	Dolle et al.	08/625,680 03-Apr-1996	PYRIDAZINES AS INTERLEUKIN-1-BETA CONVERTING ENZYME INHIBITORS
63939	Black et al.	08/440,179 12-May-1995	INTERLEUKIN-1-BETA PROTEASE AND INTERLEUKIN-1-BETA PROTEASE INHIBITORS
64322	Dolle et al.	08/748,117 12-Nov-1996	HALOMETHYL AMIDES AS INTERLEUKIN-1-BETA PROTEASE INHIBITORS
66590	Dolle et al.	08/248,791 25-May-1994	PEPTIDIC PHOSPHINYLOXYLMETHYL KETONES AS INTERLEUKIN-1-BETA CONVERTING ENZYME INHIBITORS
66590	Dolle et al.	08/597,346 06-Feb-1996	PEPTIDIC PHOSPHINYLOXYLMETHYL KETONES AS INTERLEUKIN-1-BETA CONVERTING ENZYME INHIBITORS
68428	Dolle et al.	08/559,870 20-Nov-1995	N-(PYRIMIDINYL)-ASPARTIC ACID ANALOGS AS INTERLEUKIN-1-BETA CONVERTING ENZYME INHIBITORS

ASSIGNMENT OF INVENTION

THIS ASSIGNMENT effective the 24th day of July 1997 between SANOFI, of 32-34 rue Marbeuf, 75374 Paris Cedex 08, France, a société anonyme of France (hereinafter the "Assignor"), who is the owner of the entire title in the United States patent applications set forth in Appendix A and in the inventions covered by said resulting patents; and

VERTEX PHARMACEUTICALS INCORPORATED of 130 Waverly Street, Cambridge, Massachusetts 02139-4242, a corporation of the Commonwealth of Massachusetts (hereinafter the "Assignee"), who wants to acquire the entire title of Assignor in the aforesaid patent applications and the inventions covered thereby.

THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee its entire title in said patent applications, and all reissues, divisions and extensions thereof and to any Letters Patent which have or may issue based thereon, all of which are encompassed herein by the term "Patents", including all claims for damage for past infringement thereof; the same to be held and enjoyed by Assignee, its successors, and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor had this assignment and sale not been made.

Assignor also agrees that it will, at Assignee's request, render such lawful cooperation and assistance as may be necessary for the proper maintenance and enforcement of said Patents, provided, however, that Assignor may condition its compliance with such a request on Assignee's agreement to pay Assignor reasonable out-of-pocket expenses in connection therewith.

This document shall be construed, interpreted and applied in accordance with the laws of the State of New York.

IN WITNESS THEREOF, the parties have caused their respective corporate names to be affixed hereto and this instrument to be signed by their duly authorized officers as of the day and year written below.

IN WITNESS WHEREOF, I have hereunto set hand and seal this

10th day of December, 1997

sanofi

**32-34 rue Marbeuf
75008 PARIS**

**Step Societ: 32-34, rue Marbeuf - 75008 Paris
Res Paris B 732059 332**

(Corporate Seal)

SANOFI

By John M. Spinnato
JOHN M. SPINNATO
Attorney-in-Fact

Witnessed by: Anita Beldjilali
Name: Anita Beldjilali
Title: Executive Assistant

IN WITNESS WHEREOF, I have hereunto set hand and seal this

9th day of January, 1998

**VERTEX PHARMACEUTICALS
INCORPORATED**

(Corporate Seal)

By Joshua S. Boger
JOSHUA S. BOGER
President and Chief Executive Officer

Witnessed by: Sarah P. Cecil
Name: SARAH P. CECIL
Title: Corporate Attorney