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U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): MCS 10-29-98
Bernadette Bourdin
Georg Frater
Jerzy A. Bajgrowicz

2. Name and address of receiving party(ies):
Name: GIVAUDAN ROURE (INTERNATIONAL) SA

Address: Chemin de la Parfumerie 5,
1214 Vernier

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

City: Geneve State/Prov.: _____

Country: SWITZERLAND ZIP: _____

Execution Date: September 29, 1998

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

4. Application number(s) or registration numbers(s):

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

Patent Application No. _____ Filing date _____

B. Patent No.(s) _____

Additional numbers Yes No

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

Name: Mark E. Waddell

Registration No. 31,803

Address: BRYAN CAVE LLP

245 Park Ave.

City: New York State/Prov.: NY

Country: USA ZIP: 10036

6. Total number of applications and patents involved: 1

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

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

02-4467

11/05/1998 DNGUYEN 00000006 09182853

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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 a true copy of the original document.

Eileen M. Ebel, Reg. No. 37,316

October 29, 1998

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and

3

PATENT

U.S.A.

Docket 36368/106620

Assignment

WHEREAS, I/WE

Dr. Bernadette Bourdin, Dr. Georg Fráter and Dr. Jerzy A. Bajgrowicz

the ASSIGNOR(S), have invented certain new and useful improvements in

S pirocyclic compounds

which are described and claimed in application for United States Letters Patent in respect of which a Declaration and Power of Attorney was executed on

which application is based upon the following foreign application(s)

in Europe on October 29, 1997, under No. 97810805.8

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$ 1.00) and other good and valuable considerations to me (us) in hand paid, the receipt and sufficiency whereof are hereby acknowledged. I/we have sold, assigned and set over, and by these presents do hereby sell, assign and set over unto

GIVAUDAN ROURE (INTERNATIONAL) S.A., a Swiss Company
of Chemin de la Parfumerie 5, 1214 Vernier, Genève (Switzerland) the Assignee

and the said Assignee's legal representatives, successors and assigns, the entire right, title and interest, in and to the said invention within the United States of America and its territories and possessions, and in and to said application and the Letters Patent of the United States of America that may be granted therefor. Together with the right to extend the protection thereof to the various territories and possessions now owned or which may be acquired hereafter by the United States of America; and I/we do hereby request and authorize the Commissioner of Patents to issue said Letters Patent to the above-mentioned Assignee agreeably with the terms of this assignment.

UPON SAID CONSIDERATION, I/we do hereby convene and agree with the said Assignee that I/we will not execute any writing or do any act whatsoever conflicting with these patents, and that I/we will at any time upon request without further or additional consideration, but at the expense of the said Assignee, execute such additional assignments and other writings and do such additional acts as said Assignee may deem necessary or desirable to perfect the Assignee's enjoyment of this grant, and render all necessary assistance in making application for and obtaining original, divisional, reissued or extended Letters Patent of the United States of America on said invention, and in enforcing any rights or choses in action accruing as a result of such applications or patents, including but not limited to, giving testimony in any proceedings or transactions involving such applications or patents, and executing preliminary statements and other affidavits, it being understood that the foregoing covenant and agreement shall bind and inure to the benefit of the assigns and legal representatives of all parties hereto.

IN WITNESS WHEREOF, this Assignment has been executed by the Assignor(s)
at Dubendorf, on this 29th day of Sept., 1998

Bernadette Bourdin

Dr Bernadette Bourdin

Georg Fráter

Dr. Georg Fráter

Jerzy A. Bajgrowicz

Dr. Jerzy A. Bajgrowicz