

12-24-1998



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To the Honorable Commission...

... original documents or copy thereof.

12-10-98

1. Name of conveying party(ies):

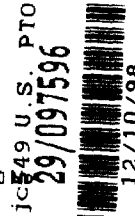
Matthew Coe

Additional name(s) of conveying party(ies) attached? Yes No

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

PharmaDesign, Inc.
30 Technology Drive
Warren, NJ 07059

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



3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: December 2, 1998

4. Application number(s) or patent number(s): 1

If this document is being filed together with a new application, the execution date of the application is: December 2, 1998

A. Patent Application No.(s)

Filed Herewith

B. Patent No.(s)

Additional numbers attached? Yes No

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

Allen R. Kipnes
WATOV & KIPNES, P.C.
P.O. Box 247
Princeton Junction, NJ 08550

6. Total number of applications and patents involved: 1

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

- Enclosed
- Additional fees or credit for overpayment should be charged to deposit account

8. Deposit account number:

23-0510

(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 a true copy of the original document.

Allen R. Kipnes
Name of Person Signing

[Signature]
Signature

December 10, 1998
Date

Total number of pages including cover sheet, attachments, and document: 14

ASSIGNMENT

Attorney Docket 588.1.015 Design

In consideration of value received, I/we Matthew Coe,
having a residence and post office address as stated below next to my name, the
inventor and owner of an invention described in the United States Patent Application
 filed herewith Serial No. _____ filed _____
entitled "OTOSCOPE",

sell and assign to: PharmaDesign, Inc.
a corporation of: New Jersey
having business
address at: 30 Technology Drive
 Warren, NJ 07059

its successors, assigns or nominees, hereinafter referred to as "Assignee", our entire
right, title and interest in and to said United States Patent Application, and the invention
shown and described therein;

and in and to all applications for patent and patents relating to said invention and United
States Patent, in all countries of the world, including all divisions, reissues,
continuations, substitutions and extensions thereof and all rights arising under or
pursuant to any and all international agreements, treaties or laws relating to the
protection of industrial property, including rights of priority, resulting from the filing of
any of said Applications; and I/we authorize and request any official whose duty it is to
issue Patents, to issue any patent on said invention described in said U.S. Patent to

said Assignee, and I/we agree that on request and without further consideration, but at the expense of said Assignee, I/we will communicate to said Assignee or its representative all facts known to me respecting said invention in said U.S. Patent, to testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue, or other Applications, make all rightful oaths and declarations, and generally do everything possible to aid said Assignee to obtain and enforce proper Patent protection for said invention in said U.S. Patent in all countries.

DATE 12-2-98	INVENTOR'S SIGNATURE 	INVENTOR'S ADDRESS 44 Grandin Court Asbury, NJ 08802
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