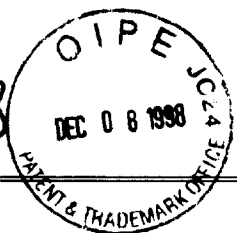


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FLH Ref. No.: 674506-2034

FORM PTO-1595 (Rev. 6-93)

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

2. Name and address of receiving party(ies):
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Internal Address: 1000 RESEARCH PARKWAY
Street Address:
City: MERIDEN State: CT Zip: 06450
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Internal Address: FROMMER LAWRENCE & HAUG LLP
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Street Address:
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PATENT REEL: 9656 FRAME: 0288

SJL0806

Frommer Lawrence & Haug LLP
File No.: 674506-2034
Serial No.: **09/169,178**
Filing Date: OCTOBER 8, 1998

ASSIGNMENT

We, **GALE E. SMITH, HARALD G. FOELLMER, JOHN KNELL, JAMES DeBARTOLOMEIS, ANDREI I. VOZNESENSKY**, who reside respectively at **9 TURNBERRY ROAD, WALLINGFORD, CT 06492, 53 MURRAY LAND, GUILFORD, CT 06437, 26 SORRIES COURT, MERIDEN, CT 06451, 10 STONE ROAD, MILLBURY, MA 01527, 15 SPRUCE LANE, WEST HARTFORD, CT 06107**, have made certain inventions or discoveries (or both) set forth in an application for Letters Patent of the United States of America entitled: **SPODOPTERA FRUGIPERDA SINGLE CELL SUSPENSION CELL LINE IN SERUM-FREE MEDIA, METHODS OF PRODUCING AND USING** and **PROTEIN SCIENCES CORPORATION**, whose address is **1000 RESEARCH PARKWAY, MERIDEN, CT 06450** and which, together with its successors and assigns is hereinafter called "Assignee," is desirous of acquiring the title, rights, benefits and privileges hereinafter recited, and of confirming the same or any part thereof heretofore acquired by Assignee.

Now, therefore, for valuable consideration furnished by Assignee to us, receipt and sufficiency of which we hereby acknowledge, we hereby, without reservation:

1. Assign and convey to and confirm in Assignee the entire right, title and interest in and to said inventions and discoveries, said application for Letters Patent of the United States of America, any and all other applications for Letters Patent on said inventions and discoveries in whatsoever countries, including all divisional, renewal, substitute, continuation and Convention applications based in whole or in part upon said inventions or discoveries or upon said applications, and any and all Letters Patent and reissues and extensions of Letters Patent granted for said inventions and discoveries or upon said applications, and every priority right that is or may be predicated upon or arise from said inventions, said discoveries, said applications and said Letters Patent;

2. Authorize Assignee to file patent applications in any or all countries on any or all of said inventions and discoveries in our names or in the name of Assignee or otherwise as Assignee may deem advisable, under the International Convention or otherwise;

3. Authorize and request the Commissioner of Patents of the United States of America and the empowered officials of all other governments to issue or transfer all said Letters Patent to Assignee, as assignee of the entire right, title and interest therein or otherwise as Assignee may direct;

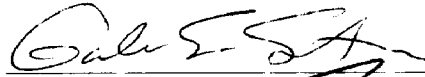
4. Warrant that we have not knowingly conveyed to others any right in said inventions, discoveries, applications or patents or any license to use the same or to make, use or sell anything embodying or utilizing any of said inventions or discoveries; and that we have good right to assign the same to Assignee without encumbrance;

5. Bind our heirs and legal representatives, as well as ourselves to do, upon Assignee's request and at its expense, but without additional consideration to us or them, all acts reasonably serving to assure that the said inventions and discoveries, the said patent applications and the said Letters Patent shall be held and enjoyed by Assignee as fully and entirely as the same could have been held and enjoyed by us or our heirs or representatives if this assignment had not been made; and particularly to execute and deliver to Assignee all lawful application documents including petitions, specifications, and oaths, and all assignments, disclaimers, and lawful affidavits in form and substance as may be requested by Assignee; to communicate to Assignee all facts known to us relating to said inventions and discoveries or the history thereof; and to furnish Assignee with any and all documents, photographs, models, samples and other physical exhibits in our control or in the control of our heirs or legal representatives and which may be

useful for establishing the facts of our conceptions, disclosures, and reduction to practice of said inventions and discoveries.

The effective date of this instrument is the 8TH day of OCTOBER, 1998.

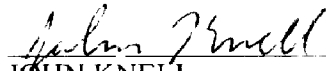
In testimony of which we have affixed our signatures.




GALE E. SMITH



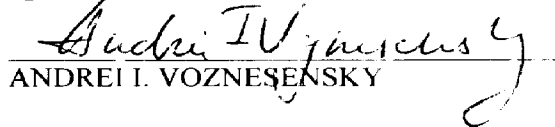
HARALD G. FOELLMER



JOHN KNELL



JAMES DeBARTOLOMEIS



ANDREI I. VOZNESENSKY