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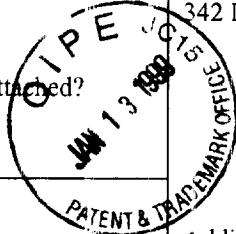
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PATENTS ONLY

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

1. Name of conveying party(ies): Richard Snyder, Thomas J. Dull, Ryan McGuinness, and Mitchell H. Finer Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no	2. Name and address of receiving party(ies)? CELL GENESYS, INC. 342 Lakeside Drive, Foster City, CA 94404
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3. Nature of Conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Names <input type="checkbox"/> Other _____ Execution Date: December 16, 17 and 18, 1998	Additional name(s) & address(es) attached? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no
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4. Application number(s) or patent number(s): If this document is being filed together with a new application, the execution date of the application is <table border="0" style="width:100%"> <tr> <td style="width:50%">A. Patent Application No.(s) 09/084,425</td> <td style="width:50%">B. Patent No.(s)</td> </tr> </table> Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		A. Patent Application No.(s) 09/084,425	B. Patent No.(s)
A. Patent Application No.(s) 09/084,425	B. Patent No.(s)		

5. Name and address of party to whom correspondence concerning document should be mailed: SUGHRUE, MION, ZINN, MACPEAK & SEAS, PLLC 2100 Pennsylvania Avenue, N.W. Suite 800 Washington, D.C. 20037-3213	6. Total number of applications and registration involved: 1
	7. Total Fee (37 CFR 3.41): \$40.00 <input checked="" type="checkbox"/> Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No 19-4880. <input type="checkbox"/> Authorized to be charged to Deposit Account
	8. Deposit Account No. 19-4880

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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.	
_____ Dean H. Nakamura	_____ 13 January 1999 Date

TOTAL NUMBER OF PAGES COMPRISING COVER SHEET, ATTACHMENTS AND DOCUMENT: 3

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01/14/1999 DNGUYEN 00000317 09084425
 01:50:50 40.00 0P

ASSIGNMENT

Whereas, We, Richard Snyder, Thomas J. Dull, Ryan McGuinness and Mitchell H. Finer

hereinafter called assignors, have invented certain improvements in,

"RECOMBINANT AAV VECTORS FOR GENE THERAPY OF HEMOPHILIA A" described in U.S. Application Serial No. 09/084,425 filed 27 May 1998 and executed an application for Letters Patent of the United States of America therefor on _____ 1998; and

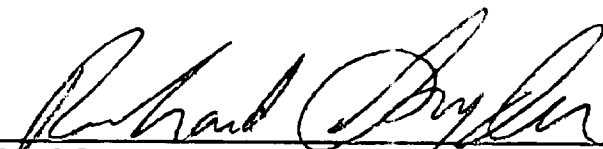
Dates Declaration Executed

Whereas, CELL GENESYS, INC, 342 Lakeside Drive, Foster City, CA 94404 (assignee), desires to acquire the entire right, title and interest in said application and invention, and to any United States and foreign patents to be obtained therefor;

Now therefore, for valuable consideration, receipt whereof hereby is acknowledged,

We the above-named assignors, hereby sell, assign and transfer to the above named assignee, its successors and assigns, the entire right, title and interest in the application and the invention disclosed therein for the United States of America, including the right to claim priority under 35 U.S.C. § 119, and we request the Commissioner of Patents to issue any Letters Patent granted upon the invention set forth in the application to the assignee, its successors and assigns; and we will execute without further consideration all papers deemed necessary by the assignee in connection with the United States and foreign applications when called upon to do so by the assignee.


Date: 12/17/1998

s/ 
Richard Snyder


Date: 12/17/1998

s/ 
Thomas J. Dull

Date: 12/18/1998

s/ 
Ryan McGuinness

Date: 1/16/98

s/ 
Mitchell H. Finer

(Legalization not required but is prima facie evidence of execution under 35 U.S.C. §261)

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