

01-29-1999

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PATENTS ONLY

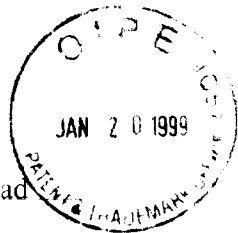


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Cobra Therapeutics Ltd.
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2. Name and address of receiving party(ies):
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Internal Address:
Street Address: Kett House, Station Road
City: Cambridge State: ZIP: CB1 2JX
Country: United Kingdom
Additional name(s) & address(es) attached? Yes X No



3. Nature of conveyance:
X Assignment Merger
Security Agreement Change of Name
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Execution Date: December 15 and 17, 1998

4. Application number(s) or patent numbers:
If this document is being filed together with a new application, the execution date of the application is:
A. Patent Application No.(s)
US Application Ser. No. 08/839,624 filed April 15, 1997
and US Application Ser. No. 09/140,812 filed September 11, 1998

B. Patent No.(s)

Additional numbers attached? Yes X No

5. Name and address of party to whom correspondence concerning the document should be mailed:
Name: Kathleen M. Williams, Ph.D.
Internal Address: Banner & Witcoff, Ltd.
Street Address: 28 State Street, 28 Floor
City: Boston State: MA ZIP: 02109

6. Total number of applications and patents involved: TWO (2)
7. Total fee (37 CFR 3.41)...\$ 40.00 x 2
X Enclosed
Authorized to be charged to PTO deposit account
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Kathleen M. Williams
Name of Person Signing

[Signature] 1/20/99
Signature Date

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**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2710654

The Registrar of Companies for England and Wales hereby certifies that

THEREXSYS LIMITED

having by special resolution changed its name, is now incorporated
under the name of

COBRA THERAPEUTICS LIMITED

Given at Companies House, London, the 20th February 1998

S. Bashar.

MISS S. BASHAR

For The Registrar Of Companies



C O M P A N I E S H O U S E

PATENT
REEL: 9717 FRAME: 0704

ASSIGNMENT

Case Nos.: **3255/5390; 3950/76013**

Serial No.: **08/839,624; 09/150,812**

Inventors: **Karn et al.**

Date of Execution: **December 15 & 17, 1998**

Filing Dates: **April 15, 1997 and September 11, 1998**

In consideration of One Dollar (\$1.00) and other good and valuable considerations in hand paid, the receipt and sufficiency whereof are hereby acknowledged, the undersigned hereby assign to RIBOTARGETS LIMITED, a corporation of the United Kingdom, having a principal place of business at Kett House, Station Road, Cambridge CB1 2JX, England, UK, its successors and assigns, the entire right, title and interest in the invention or improvements of the undersigned disclosed in an application for Letters Patent of the United States, entitled

METHODS AND COMPOSITIONS FOR COMBATTING HIV INFECTION

and identified as:

U.S. Serial Number 08/839,624 & 09/150,812

in said application and any and all other applications, both United States and foreign, which the undersigned may file, either solely or jointly with others, on said invention or improvements, and in any and all Letters Patent of the United States and foreign countries, which may be obtained or any of said applications, and in any reissue or extension of such patents, and further assigns to said assignee the priority right provided by the International Convention.

The undersigned hereby authorize and request the Commissioner of Patents and Trademarks to issue said Letters Patent to said assignee.

The undersigned warrant themselves to be the owners of the entire right, title and interest in said invention or improvements and to have the right to make this assignment, and further warrant that there are no outstanding prior assignments, licenses, or other encumbrances on the interest herein assigned.

For said considerations the undersigned hereby agree, upon the request and at the expense of said assignee, its successors and assigns, to execute any and all divisional, continuation and substitute applications for said invention or improvements, and any necessary oath, affidavit or declaration relating thereto, and any application for the reissue or extension of any Letters Patent that may be granted upon said application and any and all applications and other documents for Letters Patent in foreign countries on said invention or improvements, that said assignee, its successors or assigns may deem necessary or expedient, and for the said considerations the undersigned authorize said assignee to apply for patents for said invention or improvements in its own name in such countries where such procedure is proper and further agree, upon the request of said assignee, its successors and assigns, to cooperate to the best of the ability of the undersigned with said assignee, its successors and assigns, in any proceedings or transactions involving such applications or patents, including the preparation and execution of preliminary statements, giving and producing evidence, and performing any and all other acts necessary to obtain, maintain and enforce said Letters Patent, both United States and foreign, and vest all rights therein hereby conveyed in the assignees, its successors and assigns, whereby said Letters Patent will be held and enjoyed by the said assignees, its successors and assigns, to the full end of the term for which said Letters Patent will be granted, as fully and entirely as the same would have been held and enjoyed by the undersigned if this assignment had not been made

COBRA THERAPEUTICS LIMITED, formerly known as THEREXSYS LIMITED

Date: 15/12/98

Country of United Kingdom)

) ss

Subscribed before me,
THERAPEUTICS LIMITED, this

[Signature], on behalf of COBRA
15th day of December, 1998.

[Signature]
Witness

Assignment accepted by
RIBOTARGETS LIMITED, this

[Signature], on behalf of
17th of DECEMBER, 1998.

[Signature]
Witness