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FORM PTO-1595
1-31-92U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Docket No. 185/057

JAN 29 1999

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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): Gensia Sicor Inc. Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party: Name: <u>Metabasis Therapeutics, Inc.</u> Internal Address: _____ City: _____ State: _____ Zip: _____ Street Address: <u>9390 Towne Centre Drive</u> City: <u>San Diego</u> State: <u>CA</u> Zip: <u>92121</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>January 13 & 14, 1999</u>	

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: _____	
A. Patent Application No(s). _____	B. Patent No(s).: <u>5,132,291</u>
Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Jessica R. Wolff</u> Internal Address: <u>LYON & LYON LLP</u> <u>633 West Fifth Street, Suite 4700</u> <u>Los Angeles, CA 90071-2066</u>	6. Total number of applications and patents involved: <u>one</u>
	7. Total fee (37 CFR 3.41): \$ 40.00 <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Charge this Deposit Account if any additional fee is required
	8. Deposit Account Number: <u>12-2475</u>

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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. <u>Jessica R. Wolff</u> Jessica R. Wolff, Reg No. 37,201 Date: <u>January 25, 1999</u> Total number of pages including cover sheet: <u>6</u>	
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OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

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Box Assignments

Washington, D.C. 20231

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ASSIGNMENT

WHEREAS, GENSIA SICOR INC., a Delaware corporation having offices at 19 Hughes, Irvine, California 92718-1902 ("GENSIA SICOR"), owns, by assignment, all right, title, and interest in an application for U.S. Patent No. 5,132,291, entitled THE ANTIVIRAL ACTIVITY OF AZT, and any invention claimed therein, and related applications and patents; and

METABASIS THERAPEUTICS, INC., a Delaware corporation having offices at 9390 Towne Centre Drive, San Diego, California 92121 ("METABASIS"), desires to own GENSIA SICOR's entire right, title, and interest in and to the invention, in all countries throughout the world, and in and to U.S. Patent No. 5,132,291.

NOW THEREFORE, be it known that, for good and valuable consideration, receipt of which is hereby acknowledged, and pursuant to a prior agreement, effective as of December 18, 1997, GENSIA SICOR hereby assigns, transfers, and sets over to METABASIS, its lawful successors and assigns, GENSIA SICOR's entire right, title, and interest in and to U.S. Patent No. 5,132,291, the invention claimed therein, any other patent application directed to the invention, and all Letters Patent of the United States that may be granted thereon, and all reissues, reexaminations, and extensions thereof; and all rights to claim priority on the basis of such application both in U.S. and foreign applications, and all applications for Letters Patent that may be filed for the invention in any foreign country and all Letters Patent that may be granted on the invention in any foreign country, and all extensions, renewals, and reissues thereof; and GENSIA SICOR hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States and any official of any foreign country whose duty it is to issue patents on

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applications as described above, to issue all Letters Patent for this invention to METABASIS, its successors and assigns, in accordance with the terms of this Assignment;

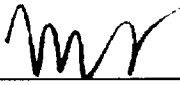
AND, GENSIA SICOR HEREBY further covenants that GENSIA SICOR has the full right to convey the interest assigned by this Assignment, GENSIA SICOR will take all action and execute all documents necessary to perfect the interest assigned hereby, and GENSIA SICOR has not executed and will not execute any agreement in conflict with this Assignment;

AND, GENSIA SICOR HEREBY further covenants and agrees that GENSIA SICOR, through its officers and employees, will, without further consideration, communicate with METABASIS, its successors and assigns, any facts known to GENSIA SICOR and its officers and employees respecting the invention and testify in any legal proceeding, sign all lawful papers when called upon to do so, execute and deliver all papers that may be necessary or desirable to perfect the title to the invention in said METABASIS, its successors and assigns, execute all divisional, continuation, and reissue applications, make all rightful oaths, and generally do everything possible to aid METABASIS, its successors and assigns, to obtain and enforce proper patent protection for the invention in the United States and any foreign country, it being understood that any expense incident to the execution of such papers shall be borne by METABASIS, its successors and assigns.

IN TESTIMONY WHEREOF, each party has caused its authorized representative to execute this Assignment.

GENSIA SICOR INC.

METABASIS THERAPEUTICS, INC.

By 
Wesley N. Fach

By 
Paul Laikind

Title: Vice President, Senior Legal
Counsel and Secretary

Title: Chairman of the Board and
Chief Executive Office

Date 1/13/99

Date 1/14/99

WITNESS my hand at San Diego, California,

this 13 day of January, 1999.

Wesley N. Fach

STATE OF California)
) ss
COUNTY OF San Diego)

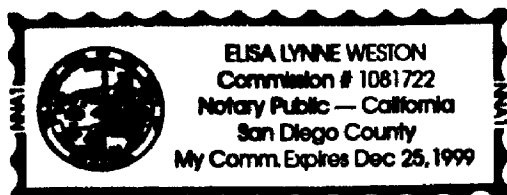
On Jan. 13, 1999 before me, Elisa Lynne Weston, personally appeared Wesley N. Fach

☒ personally known to me

- OR -

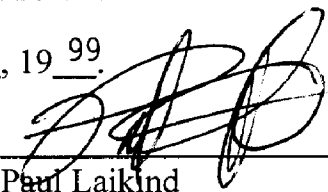
~~□ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s)~~
~~is/are~~ subscribed to the within instrument and acknowledged to me that ~~he/she/they~~
same in ~~his/her/their~~ authorized capacity ~~(ies)~~, and that by ~~his/her/their~~ signature ~~(s)~~ on the
instrument the person ~~(s)~~ or the entity upon behalf of which the person ~~(s)~~ acted, executed the
instrument.

WITNESS my hand and official seal.



Notary Public in and for
said County and State

WITNESS my hand at San Diego, California,
this 14 day of January, 19 99.



Paul Laikind

STATE OF California)
) ss
COUNTY OF San Diego)

On Jan. 14, 1999 before me, Elisa Lynne Weston, personally appeared
Paul Laikind

☒ personally known to me

- OR -

☐ ~~proved to me on the basis of satisfactory evidence to be the person(s) whose name(s)~~
~~is/are~~ subscribed to the within instrument and acknowledged to me that ~~he/she/they~~ executed the
same in ~~his/her/their~~ authorized capacity(ies), and that by ~~his/her/their~~ signature(s) on the
instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the
instrument.

WITNESS my hand and official seal.





Notary Public in and for
said County and State