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<u>ASSIGNMENT</u>

FOR GOOD AND VALUABLE CONSIDERATION given to Jie Zhang, Kevin L. Tays, and Jia-He Li, hereinafter referred to as the ASSIGNOR(S), who have invented certain new and useful PHENAZINE COMPOUNDS, METHODS AND PHARMACEUTICAL COMPOSITIONS FOR INHIBITING PARP, hereinafter referred to as the invention, for which we have executed an application for Letters Patent to be filed in the United States Patent and Trademark Office.

WHEREAS, GUILFORD PHARMACEUTICALS, INC., a corporation organized and existing under the laws of the country/state of United States, Maryland, whose post office address/business address is 6611 Tributary Street, Baltimore Maryland 21224, hereinafter referred to as the ASSIGNEE, desires to acquire the entire right, title and interest for the United States and elsewhere throughout the world in and to said invention and application, including any and all divisions and continuations thereof, all rights of priority under the terms of the International Convention for the Protection of Industrial Property, and any and all Letters Patent which may be granted thereon, including any and all renewals, reissues and prolongations thereof.

NOW, WITNESSETH THIS that for and in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby said ASSIGNOR(S) hereby assign(s), sell(s) acknowledged, legal transfer(s) said ASSIGNEE, its assigns and to representatives, the entire right, title and interest for the United States and elsewhere throughout the world, in and to said invention and application, including any and all divisions and continuations thereof, all rights of priority under the terms of the International Convention for the Protection of Industrial Property, and any and all Letters Patent which may be granted thereon, including any and all renewals, reissues and prolongations thereof, with all the rights, powers, privileges, and advantages in any way arising from or pertaining thereto, for and during the term or terms of any and all such Letters Patent when granted, including any and all renewals, reissues and prolongations thereof, for the use and benefit of said ASSIGNEE and its assigns and legal representatives, in as ample and as beneficial a manner for all intents and purposes as said ASSIGNOR(S) might or could have held and enjoyed the same had this assignment not been made.

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<u>ASSIGNMENT</u>

ALSO, said ASSIGNOR(S) hereby agree(s) to execute all papers necessary to file said applications in the United States and elsewhere throughout the world, and to assign the same to said ASSIGNEE, or any assignee acquiring title to said invention, and to execute any other papers that may be needed in connection with filing said application and securing any and all Letters Patent thereon.

AND said ASSIGNOR(S) authorize(s) and request(s) Commissioner of Patents to issue a Letters Patent on said application, and on any and all divisions and continuations thereof, to said ASSIGNEE, its assigns and legal representatives, in accordance herewith.

By:

(first inventor)

(second inventor)

By:

Inventor's Name:

(third inventor)

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