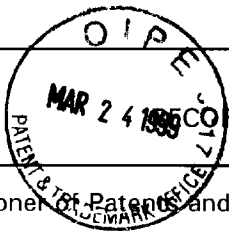


FORM PTO-1595

1-31-92

UPN-2040

RECORDATION I
PATE

03-26-1999



100998814

DEPARTMENT OF COMMERCE
Patent and Trademark OfficeTo The Honorable Commissioner of Patents and Trademarks
thereof.

Mail documents or copy

1. Name of conveying party(ies):

Merck & Co., Inc.

Additional name(s) of conveying party(ies)
attached? () YES (X) NO

3. Nature of Conveyance:

(X) Assignment () Merger

() Security Agreement

() Change of Name

() Other:

Execution Date(s): March 19, 1999

2. Name and address of receiving party(ies):

Name: The Trustees of the University of Pennsylvania

Street Address: 133 South 36th Street, Suite 419

City: Philadelphia

State Pennsylvania

ZIP 19104

Additional name(s) & address attached? () YES (X) NO

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)

5,700,905

Additional numbers attached? () YES (X) NO

5. Name and address of party to whom correspondence
concerning documents should be mailed:

Name: Doreen Yatko Trujillo

Internal Address: WOODCOCK WASHBURN KURTZ

MACKIEWICZ & NORRIS LLP

One Liberty Place - 46th Floor

Philadelphia, Pennsylvania 19103-7301

Street Address: WOODCOCK WASHBURN KURTZ

MACKIEWICZ & NORRIS LLP

One Liberty Place - 46th Floor

1650 Market Street

Philadelphia, Pennsylvania 19103-7301

6. Total number of applications and patents involved: One

7. Total fee (37 CFR 3.41):.....\$40.00

(X) Enclosed

() Authorized to be charged to Deposit Account

Number 23-3050

8. Please charge any deficiency or credit any
overpayment to Deposit Account Number 23-3050

DO NOT USE THIS SPACE

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.*

Doreen Yatko Trujillo/35,719

Name of Person Signing/Reg. No.

Signature

March 23, 1999

Date

Total number of pages including cover sheet, attachments, and document: 3

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

Commissioner of Patents and Trademarks

Box Assignments

Washington, D.C. 20231

03/26/1999 JSHABAZZ 00000097 5700905

01 FC:581

40.00 DP

PATENT
REEL: 9833 FRAME: 0512

ASSIGNMENT AND AGREEMENT

For value received, MERCK & CO., INC., a corporation of the State of New Jersey, with a principal place of business at 1 Merck Drive, Whitehouse Station, New Jersey 08889-0100, (hereinafter referred to as "MERCK") hereby assigns and transfers to THE TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA, a not-for-profit corporation having an office at 133 South 36th Street, Suite 419, Philadelphia, Pennsylvania 19104, (hereinafter referred to as "PENN") and its successors, assigns and legal representatives, the entire right, title and interest, for all countries, in and to certain inventions relating to SYNTHETIC SOMATOSTATIN MIMICS described in United States Patent Application No. 08/338,890 filed on November 14, 1994, and further described in United States Patent No. 5,700,905, issued December 23, 1997, and all the rights and privileges, including any and all benefits under the International Convention for the Protection of Industrial Property and related treaties, under any and all Letters Patents which may be granted in any foreign country, and under any and all extensions, divisionals, reissues and continuations of said Letters Patents in any country.

MERCK requests that any and all Patents for said inventions be issued to PENN its successor, assigns and legal representatives, or to such nominees as it may designate.

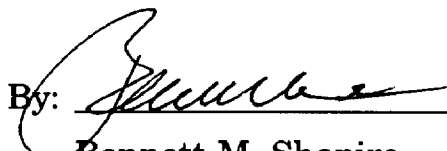
MERCK further covenants that PENN will, upon its request, be provided promptly with all pertinent facts and documents relating to the inventions and the Letters Patent and legal equivalents as may be known and accessible to MERCK, and will assist in any interference, litigation or proceeding related thereto and agrees that, when requested, it will promptly execute and deliver to PENN or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce the applications, and the Letters Patent and equivalents thereof which may be necessary or desirable to carry out the purposes thereof.

MERCK covenants with PENN, its successors, assigns and legal representatives, that the rights and property herein conveyed are free and clear of any encumbrance, and that it has full right to convey the same as herein expressed.

In witness whereof, this assignment is executed by a duly authorized representative of MERCK as of the effective date set forth below.


Signed at Rahway, New Jersey this 19th day of March, 1999.

MERCK & CO., INC.

By: 
Bennett M. Shapiro
Executive Vice President,
Worldwide Basic Research
Merck & Co., Inc.

City of Rahway)
County of Union) SS.
State of New Jersey)

Personally appeared before me the above-named Bennett M. Shapiro to me known and known to me to be the person who executed the foregoing instrument and acknowledged said instrument to be his free act and deed this 19th day of March, 1999.


Notary Public

DIANE S. WALSH
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 5/7/2003