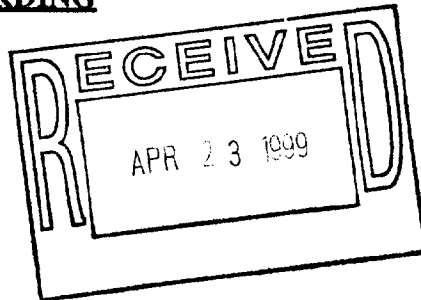


05-06-1999



COVE 101031343 GNMENT OR
OTHER CONVEYANCE FOR RE CORDING



Assistant Commissioner for Patents
Box Assignments
Washington, D.C. 20231

Sir:

Please record the attached original document:

4.23.99

1. Name of conveying party: **Dmitri B. Kirpotin**
2. Name and address of receiving party: **Hermes BioSciences, Inc., 1360 DeHaro Street, San Francisco, California 94107**
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 _____
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) 08/953,808 filed October 21, 1997
 B. Patent No.(s) _____
5. Name and address of party to whom correspondence concerning documents should be mailed:
 Kristine H. Johnson
 Macheledt Bales & Johnson LLP
 The Opera Galleria, Suite 219
 123 North College Avenue
 Fort Collins, Colorado 80524
6. Total number of applications and patents involved [1]
7. Fee due (37 CFR 1.2h) 1 x \$40 = \$40.00
 A check in the amount of \$ 40.00 is enclosed.
 Please charge any additional fees associated with this recordation, or credit any overpayment to deposit account number 02-0725.

To the best of my knowledge and belief, the forgoing information is true and correct and any attached copy is a true copy of the original document.

Kristine H. Johnson
Name of person signing

Signature

April 19, 1999
Date

Atty Docket No. P-1031

05/06/1999 DMBUYEN 00000011 00953808 (40.00 DP)

ASSIGNMENT

This Assignment is made by Dmitri B. Kirpotin, Ph.D., an individual with an address at 435 43rd Avenue, Apt. 102, San Francisco, California 94121 ("Inventor") to Hermes BioSciences, Inc., having a principal place of business at 1360 DeHaro Street, San Francisco, California 94107.

RECITALS

A. Assignor is the sole owner of the following new and useful invention (the "Invention") for which applications (the "Applications") for United States Letter Patent was filed as set forth below:

(i) "Compound-Loaded Liposomes and Methods of Their Preparation", Provisional Application No. 60/028,931 filed on October 22, 1996; and

(ii) "Compound-Loaded Liposomes and Methods of Their Preparation", Application No. 08/953,808 filed on October 21, 1997.

B. Assignor believes the Assignor to be the original and first inventor of the Invention disclosed and/or claimed in the Applications.

C. The parties desire to have a recordable instrument assigning from the Assignor to the Assignee the entire right, title and interest in and to the Invention, the Applications and all Letters Patent in the United States and throughout the world that may be granted or issued for the Invention or that derive a right of priority from the Applications (including, without limitation, all divisional, continuation, continuation-in-part and continued prosecution applications thereof, and all reissues and reexaminations thereof in the United States and all foreign counterparts thereof (collectively, the "Invention Patents").

ASSIGNMENT

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged;

1. Assignor does and will sell, assign, transfer, convey and deliver, free and clear of all liens, claims, security interests and encumbrances, to Assignee, all of the Assignor's right, title, and interest in and to each of the Invention Patents, including, without limitation, the right to file foreign applications directly in the name of the Assignee and to claim for any such foreign applications any priority rights to which such applications are entitled under international conventions, treaties, or otherwise.

2. Assignor agrees that, upon request and without further compensation, but at no expense to Assignor, Assignor and its legal representatives and assigns will do all lawful acts, including the execution of papers and the giving of testimony, that may be necessary or desirable

for obtaining, sustaining, reissuing, or enforcing each of the Invention Patents in the United States and throughout the world. In the event that Assignee is unable for any reason to secure Assignor's signature to any document that may be necessary or desirable for obtaining, sustaining, reissuing or enforcing each of the Invention Patents in the United States and throughout the world, Assignor hereby irrevocably designates and appoints Assignee and Assignee's duly authorized officers and agents as the Assignor's agents and attorneys-in-fact to act for and on the Assignor's behalf and instead of the Assignor to execute such document, all with the same legal force and effect as if executed by the Assignor.

3. Assignor represents and warrants that it has not granted and will not grant to others (i) any rights, title or interest in and to any of the Invention Patents, or (ii) any rights inconsistent with the rights granted herein.

4. Assignor authorizes and requests the Assistant Commissioner for Patents of the United States and the various counterparts thereof throughout the world to issue and/or grant any Letters Patent granted for each of the Invention Patents to Assignee, its successors and assigns, as the assignee of the entire interest in such Invention Patents.

IN WITNESS WHEREOF, Assignor has executed this Assignment on the date provided below.

Assignor:

DMITRI B. KIRPOTIN, PH.D.

By: *DMITRI B. KIRPOTIN*

Date: 4-5-99

STATE OF CALIFORNIA
COUNTY OF SAN FRANCISCO

On APRIL 5, 1999, before me, M. CRISTINA ESTEBANEZ, a Notary Public in and for said State, personally appeared DMITRI KIRPOTIN, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

M. Cristina Estebanez
(Signature of Notary)



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103663-153293

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RECORDED: 04/23/1999

PATENT
REEL: 9923 FRAME: 0340