

06-11-1999

Docket No. X-10754

and the attached original

To the Honorable Commissioner of Patents and Trademarks, Washington, D.C. 20231

101064339

Name of receiving party(ies):

1. Name of conveying party(ies):

Charles Howard Mitch
Steven James Quimby
Jon Kevin Reel
Celia Ann Whitesitt

Name: Eli Lilly and Company

Internal Address: Patent Division

Additional name(s) of conveying party(ies) attached? () Yes (X) No

Street Address: Lilly Corporate Center

City: Indianapolis State: IN Zip: 46285

Additional name(s) & address(es) attached?

() Yes (X) No

3. Nature of conveyance:

(X) Assignment () Merger
() Security Agreement () Change of Name
() Other

Execution Date: May 24, 1999

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):
09/171,806

B. Patent No.(s):

Additional Numbers attached () Yes (x) No

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

Cheryl Eyed
Eli Lilly and Company
Lilly Corporate Center
Indianapolis, IN 46285

6. Total number of applications and patents involved: (1)

7. Total fee (37 CFR \$3.41) \$40.00
(\$40.00 per assignment)() Enclosed
(X) Authorized to be charged to deposit account (along with any additional fees or the credit of any overpayment)

8. Deposit account number: 05-0840

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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.

David M. Stemerick
Name of Attorney Signing
Reg. No. 40,187

Signature

May 25, 1999
Date

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

Certificate of Mailing

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Commissioner of Patents and Trademarks, Washington, D.C. 20231, on the date appearing below.

ELI LILLY AND COMPANY

BY Linda M. Dunbar

DATE May 25, 1999

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231PATENT
REEL: 010004 FRAME: 0675

ASSIGNMENT

WHEREAS we, CHARLES HOWARD MITCH, of the city of Columbus, county of Bartholomew, STEVEN JAMES QUIMBY, of the city of Noblesville, county of Hamilton, JON KEVIN REEL, of the city of Carmel, county of Hamilton, and CELIA ANN WHITESITT, of the city of Greenwood, county of Johnson, all of the state of Indiana, have made an invention which is the subject of an application for Letters Patent of the United States ("Application") entitled HETEROCYCLIC COMPOUNDS, which has been executed by us on the 24th day of May, 1999; and

WHEREAS ELI LILLY AND COMPANY, an Indiana corporation having its principal place of business at Lilly Corporate Center, Indianapolis, Indiana 46285, wishes to acquire the entire interest in all inventions disclosed in such Application;

NOW, THEREFORE, in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, we hereby sell, assign, transfer and set over unto Eli Lilly and Company, its successors and assigns (collectively "Lilly") our entire right, title and interest in, to and under the Application, including all priority rights for other countries arising therefrom, all inventions therein disclosed, and any and all present or future patent applications to such inventions that may be filed in the United States or any foreign country, inclusive of, but not limited to, continuations, continuations-in-part, divisions, substitutions, reexaminations, reissues, Patent Cooperation Treaty applications, United States provisional patent applications, certificates of addition, utility models, petty patents, as well as all other intellectual property related to the Application, inclusive of, but not limited to, supplementary protection certificates, copyrights, trademarks, and data package exclusivity rights; and any and all Letters Patent of the United States and of all foreign countries and all related patent term extensions which may be granted for Letters Patent with respect to the Application; all of the above to be held and enjoyed by Lilly for its own use and enjoyment to the full end of the term or terms for which such Letters Patent and related intellectual property rights may be granted, as fully and entirely as the same would have been held and enjoyed by us had this Assignment and sale to Lilly not been made.

For ourselves and for our heirs, successors and legal representatives, we covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this Assignment.

For ourselves and for our heirs, successors and legal representatives, we further covenant and agree with Lilly that upon request we and they will, without further consideration than that now paid, but at the expense of Lilly: (i) execute original, provisional, substitute, continuation, divisional, continuation-in-part, reexamined, or reissued applications, amended specifications, or rightful declarations or oaths for such application; (ii) communicate to Lilly any facts known to us or them relating to such inventions or the history thereof; (iii) execute preliminary statements and testify in any interference proceedings, litigation discovery proceedings and depositions, oppositions, cancellation proceedings, priority contests, public use proceedings, administrative agency proceedings, litigation and other court actions and the like; (iv) execute and deliver any application papers, affidavits, declarations, assignments, or other instruments; and (v) do all other acts which, in the opinion of counsel for Lilly, may be necessary or desirable to secure the grant of Letters Patent and related intellectual property to Lilly or its nominees, in the United States and in all other countries where Lilly may desire to have such inventions, or any of them, patented, with specifications and claims in such form as shall be approved by counsel for Lilly and to vest and confirm in Lilly or its nominees the full and complete legal and equitable title to all such Letters Patent and related intellectual property.

IN WITNESS WHEREOF we have executed this assignment on the date indicated below.

May 24, 1999
Date

Charles Howard Mitch
Charles Howard Mitch

May 24, 1999
Date

Steven James Quimby
Steven James Quimby

5/24/99
Date

Jon Kevin Reel
Jon Kevin Reel

May 24, 99
Date

Celia Ann Whitesitt
Celia Ann Whitesitt

UNITED STATES OF AMERICA

STATE OF INDIANA)

COUNTY OF MARION)

ss:

May 24, 1999

Before me, a Notary Public for Marion County, State of Indiana, personally appeared CHARLES HOWARD MITCH, STEVEN JAMES QUIMBY, JON KEVIN REEL, and CELIA ANN WHITESITT and acknowledged the execution of the foregoing instrument this 24th day of May, 1999.

Marie A. Thomas
Notary Public

Marie A. Thomas, Notary Public
My Commission Expires: 2/10/01
County of Residence: Marion