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101216334

Patent Case No. 19807

U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

SHEET

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OPR/FINANCE

1. Name(s) of Conveying party(ies):

PETER D. WILLIAMS, MICHELLE A. SPARKS, IAN BELL, DEBRA S. PERLOW, KENNETH STAUFFER, AND ROGER M. FREIDINGER

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

2. Nature of conveyance:

- Assignment
- Merger
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- Change of Name
- Other:

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MERCK & CO., INC.

By: [Signature] Date: 11-30-99

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

Name: MERCK & CO., INC.
Internal Address: RY60-30
Street Address: P.O. Box 2000
City & State: RAHWAY, NEW JERSEY
Zip: 07065-0907

Execution Date: Sep 23, 1997

Additional name(s) & addresses attached? Yes No

4. Application number(s) or patent number(s) are as follows:

(a) Patent Application No(s). 09/095,232, filed on Jun 10, 1998
and titled:
TOCOLYTIC OXYTOCIN RECEPTOR ANTAGONISTS

(b) If this document is being filed together with a new application, the execution date of the application:

Additional numbers attached? Yes No

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

Name: PHILIPPE L. DURETTE
Internal Address: PATENT DEPARTMENT
MERCK & CO., INC.
P.O. BOX 2000 -- RY60-30
City & State: RAHWAY, N.J. Zip 07065-0907

6. Total no. of applications & patents involved: 1

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

- Enclosed
- The Commissioner is hereby authorized to charge deposit account number 13-2755 for any fees which may be required or to credit any overpayment.

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8. 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.

Philippe L. Durette Reg. No. 35 125 [Signature] 11/30/99
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Computer generated form Merck & Co., Inc. "Recordation Form" 6/21/99

12/06/1999 DMGUYEN 00000256 132755 09095232

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ASSIGNMENT AND AGREEMENT

For value received, we, PETER D. WILLIAMS, MICHELLE A. SPARKS, IAN BELL, DEBRA S. PERLOW, KENNETH STAUFFER AND ROGER M. FREIDINGER

of 260 SHADY NOOK ROAD, HARLEYSVILLE, PENNSYLVANIA 19438; 701 PENRITH PLACE, GWYNEDD VALLEY, PENNSYLVANIA 19437. 320 MAPLE AVENUE, HARLEYSVILLE, PENNSYLVANIA 19438; 443 MAIN STREET, EAST GREENVILLE, PENNSYLVANIA 18041; 19 WELLINGTON BLDG., VALLEY VIEW APARTMENTS, POTTSTOWN, PENNSYLVANIA 19464 AND 744 NEWPORT LANE, LANSDALE, PENNSYLVANIA 19446: RESPECTIVELY;

heraby sell, assign and transfer to MERCK & CO. Inc., a corporation of the State of New Jersey, having an office at Lincoln Avenue, City of Fiahway, State of New Jersey. and it successors, assigns and legal representatives, the entire right, title and interest, for all countries, in and to certain inventions relating to TCCOLYTIC OXYTOCIN RECEPTOR ANTAGONISTS

described in an application for Letters Patent of the United States, executed by each of us on even date herewith, or executed on the date shown in the Declaration and Power of Attorney relating to said application, 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.

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

We agree that, when requested, we will, without charge to said assignee but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining Patents for said inventions in any and all countries and for vesting title thereto in said assignee, its successors, assigns and legal representatives or nominees.

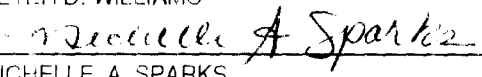
We covenant with said assignee, its successors, assigns and legal representatives, that the rights and property herein conveyed are free and clear of any encumbrance, and that we have full right to convey the same as herein expressed.

We hereby authorize our attorney, ROBERT J. NORTH or an attorney with Power of Attorney in this application, of the said MERCK & CO., Inc., to insert **Serial No.**, and **Filing Date** of said application(s) when known.

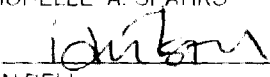
Signed at WEST POINT, PENNSYLVANIA this 23rd day of SEPTEMBER 1997




PETER D. WILLIAMS



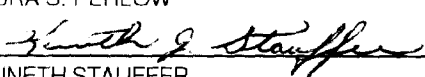
MICHELLE A. SPARKS



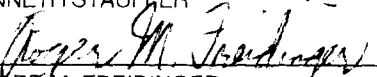
IAN BELL



DEBRA S. PERLOW



KENNETH STAUFFER



ROGER M. FREIDINGER

ASSIGNMENT AND AGREEMENT

Signed at _____ this _____ day of _____

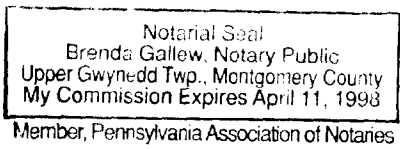
COMMONWEALTH OF PENNSYLVANIA }
County of MONTGOMERY } SS.

Personally appeared before me the above-named PETER D. WILLIAMS MICHELLE A. SPARKS IAN BELL DEBRA S.
PERLOW KENNETH STAUFFER ROGER M. FREIDINGER

to me known and known to me to be the person(s) who executed the foregoing instrument and acknowledged said instrument to be their
free act and deed this 23rd day of SEPTEMBER 1997

Brenda Gallew

Notary Public



County of _____ } SS.

Personally appeared before me the above-named

to me known and known to me to be the person(s) who executed the foregoing instrument and acknowledged said instrument to be their
free act and deed this _____ day of _____

Notary Public