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A Patent Application No.(s) 09/424.380	B. Patent No.(s)			
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Name: Rachel H. Rondinelli, Ph.D. Internal Address: Rhône-Poulenc Rorer Inc. Legal-Patents, #3C43	7. Total fee (37 CFR 3.41): S _40.00 Please charge deposit account number: 18-1982			
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ASSIGNMENT AND AGREEMENT

For value received and intending to be legally bound, we, the undersigned joint inventors (Assignors), sell, assign and transfer to RHONE-POULENC RORER S.A. (Assignee), having a principal place of business at 20 Avenue Raymond Aron, 92165 Antony Cedex, FRANCE, and its successors, assigns and legal representatives, the entire right, title and interest in and to our invention relating to

Compounds, Preparation and Use for Transferring Nucleic Acids Into Cells

as disclosed and claimed in and to the application for United States Letters Patent therefor, assigned Attorney Docket No. <u>ST97006-US</u> filed on _______as Serial No. _______as the U.S. national stage of PCT Serial No. <u>PCT/FR98/01041</u> filed in the <u>French Receiving Office</u> on <u>May 25, 1998</u>, and under any and al! Letters Patent which may be granted therefor, and all right, title and interest in and to every patent application filed or to be filed o.1 said invention in the United States, including renewals, revivals, continuations, divisions and any substitute applications of said United States application, and any and all patents which may issue thereon, and any reissues and extensions of the same.

We authorize and request competent authorities to grant and issue any and all patents on said invention to said assignee or its successors, assigns and legal representatives, or to such nominees as said assignee 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 invention in any and all countries and for vesting title thereto in said assignee, its successors, assigns, 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.

on this $\underline{18}$ day of Signed at (City, State and Nation) , 1999. Signature

Inventor's Name: Residential Address:

Daniel SCHERMAN 10 rue Erard Paris France 75012

Signed at	V. Im	1Serve	94	Fame	_ on this	<u>5 H.</u>	day of
Decemb	(Cit	, State a	nd Na	ation)		ŗ	-
1. Coup	en 1999.				~		``

Signature: _____ (allerine)

Inventor's Name: Residential Address:

Catherine DUBERTRET 14 rue des Bruyères Sevres France 92310

Qvriat Ono, Israël 55513

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 $\underline{\qquad}$ on this $\underline{\xrightarrow{}} \underline{\underbrace{}} \underline{\underbrace{}} \underline{\underbrace{}} day$ of Signed at RAMAT GAN JSRAEL (City, State and Nation) NOVEMAER, 1999 Gerordo Signature: Inventor's Name: Gérardo BYK Saadia Gaon 3 Residential Address:

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RECORDED: 04/21/2000