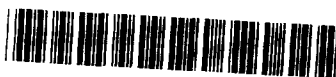


MRD 6/19/00

07-18-2000

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1. Name of conveying party(ies):
ROSEN, NEAL
Additional name(s) of conveying
party(ies) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 6/2/00 (Rosen and Sepp-
Lorenzino); 6/6/00 (Kuduk); 5/30/00
(Danishefsky; Zheng and Ouerfelli);

2. Name and address of receiving party:
Name: Sloan-Kettering Institute for
Cancer Research
Address: 1275 York Avenue, New York,
New York
Additional name(s) & address(es)
attached? Yes No

Type of Submission:
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Document ID # _____
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4. Application number(s) or patent
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A. Patent or PCT Application No.(s)
60/128,593 and PCT/US00/09512

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: OPPEDAHL & LARSON LLP

Address: P.O. Box 5068

City: Dillon State: CO Zip: 80435-
5068

6. Total number of applications and
patents involved: 2

7. Total fee (37 CFR 3.41): \$8.0.00
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9. Statement and signature
*To the best of my knowledge and belief, the foregoing information is true and
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Marina T. Larson, Ph.D.
Name of Person Signing

Marina T. Larson 6/13/00
Signature Date

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10. Name of conveying party(ies):
KUDUK, SCOTT D.
DANISHEFSKY, SAMUEL J.
ZHENG, FURZHONG F.
SEPP-LORENZINO, LAURA
OUERFELLI, OUATHEK

11. Application number(s) or
registration number(s):

A. Patent Application No.(s)

B. Patent Registration No.(s)

Page 2 of 2

A S S I G N M E N T

WHEREAS, We, Neal Rosen, Scott D. Kuduk, Samuel J. Danishefsky, Furzhong F. Zheng, Laura Sepp-Lorenzino and Ouathek Ouerfelli, all residents of the United States of America, have made an invention for which we are making application for Letters Patent of the United States entitled *Methods and Compositions for Degradation and/or Inhibition of Her-Family Tyrosine Kinases*", the Application"; and

WHEREAS, Sloan-Kettering Institute for Cancer Research, a company organized under the laws of the state of New York and having a place of business at 1275 York Avenue, New York, New York, is desirous of acquiring the entire right, title and interest in and to said invention and any improvements thereon, and in and to the said application for Letters Patent therefor, and any Letters Patent which may be obtained therefor;

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, BE IT KNOWN, that We, the said Inventors, for and in consideration of the sum of One Dollar(\$1.00), lawful money of United States, to us in hand paid by said Sloan-Kettering Institute for Cancer Research and other valuable considerations unto us moving from said Sloan-Kettering Institute for Cancer Research, at or before the ensealing and delivery of these presents, the receipt of which is hereby acknowledged, have sold, assigned, transferred and conveyed and by these presents do sell, assign, transfer and convey, unto said Sloan-Kettering Institute for Cancer Research, its successors and assigns, the entire right, title and interest in and to the said invention for which We have made application for Letters Patent of the United States by the Application, and any and all improvements thereon, and in and to said application and any division, continuation or continuation-in-part thereof, and in and to any Letters Patent of the United States which may be issued on any of said applications, and any reissues thereof, and in and to any and all applications for Letters Patent filed in foreign countries for said invention or improvements including all priority rights, and any and all Letters Patent which may be granted in foreign countries therefor, TO HAVE AND TO HOLD THE SAME to the full end of the term or terms for which any and all said Letters Patent may be granted;

AND We, the said Inventors, do hereby authorize and request the Commissioner of Patents and Trademarks to issue the said Letters Patent of the United States to said Sloan-Kettering Institute for Cancer Research, as the assignee of the entire right, title and interest in and to the same, for the sole use and benefit of said Sloan-Kettering Institute for Cancer Research, its successors and assigns;

AND We, the said Inventors, for the considerations aforesaid, do hereby covenant and agree to and with said Sloan-Kettering Institute for Cancer Research, its successors and assigns, that we have the full power to make this assignment, and that the rights assigned are not encumbered by any grant, license or right heretofore given, and that we, our executors or administrators, shall and will do all lawful acts and things and make, execute and deliver without further compensation, any and all other instruments in writing, further applications, papers, affidavits, powers of attorney, assignments, and other documents which, in the opinion of counsel for said Sloan-Kettering Institute for Cancer Research, its successors and assigns, may be required or necessary more effectively to secure to and vest in said Sloan-Kettering Institute for Cancer Research, its successors and assigns, the entire right, title and interest in and to said invention and improvements, applications, Letters Patent, rights, titles, benefits, privileges, and advantages hereby sold, assigned, transferred and conveyed, and that We will sign any applications for reissue which may be desired by the owner of the patent or patents which may be issued for the said invention or improvements.

IN WITNESS WHEREOF We have hereunto set my hands and seal on the date below written.

Neal Rosen 6/2/00
Neal Rosen (Date)

BE IT KNOWN, that on this 2nd day of June, 2000, before me personally came Neal Rosen, to me known and known to me to be the person mentioned in and who executed the foregoing Assignment, and he acknowledged to me that he executed the same as his free act and deed for the purposes therein mentioned.

Gail M. Platoni
NOTARY PUBLIC

GAIL M. PLATONI
NOTARY PUBLIC, State of New York
No. 03-4907327
Qualified in Bronx County
Commission Expires Sept. 28, 2001

Scott D. Kuduk 6/6/2000
Scott D. Kuduk (Date)

BE IT KNOWN, that on this 6 day of June, 2000, before me personally came Scott D. Kuduk, to me known and known to me to be the person mentioned in and who executed the foregoing

ANDREW D. MASLOW
Notary Public
Reg. No. 02MA6008739
E-2-Notary in Nassau County
Term Expires: June 15, 2001

Assignment, and he acknowledged to me that he executed the same as his free act and deed for the purposes therein mentioned.

[Signature]

NOTARY PUBLIC

[Signature] May 30 2000
Samuel J. Danishefsky (Date)

BE IT KNOWN, that on this 30th day of MAY, 2000, before me personally came Samuel J. Danishefsky, to me known and known to me to be the person mentioned in and who executed the foregoing Assignment, and he acknowledged to me that he executed the same as his free act and deed for the purposes therein mentioned.

GAIL M. PLATONI
NOTARY PUBLIC, State of New York
No. 03-4907327
Qualified in Bronx County
Commission Expires Sept. 28, 2 001

[Signature]
NOTARY PUBLIC

[Signature] 5/30/00
FY Fuzzhong F. Zheng (Date)

BE IT KNOWN, that on this 30th day of MAY, 2000, before me personally came Fuzzhong F. Zheng, to me known and known to me to be the person mentioned in and who executed the foregoing Assignment, and he acknowledged to me that he executed the same as his free act and deed for the purposes therein mentioned.

GAIL M. PLATONI
NOTARY PUBLIC, State of New York
No. 03-4907327
Qualified in Bronx County
Commission Expires Sept. 28, 2 001

[Signature]
NOTARY PUBLIC

Laura Sepp-Lorenzino (Date)

BE IT KNOWN, that on this ___ day of _____, 2000, before me personally came Laura Sepp-Lorenzino, to me known and known to me to be the person mentioned in and who executed the foregoing Assignment, and she acknowledged to me that he executed the same as his free act and deed for the purposes therein mentioned.

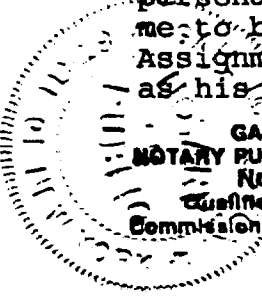
NOTARY PUBLIC

Assignment, and he acknowledged to me that he executed the same as his free act and deed for the purposes therein mentioned.

NOTARY PUBLIC

Samuel J. Danishefsky May 30 2000
Samuel J. Danishefsky (Date)

BE IT KNOWN, that on this 30th day of MAY, 2000, before me personally came Samuel J. Danishefsky, to me known and known to me to be the person mentioned in and who executed the foregoing Assignment, and he acknowledged to me that he executed the same as his free act and deed for the purposes therein mentioned.

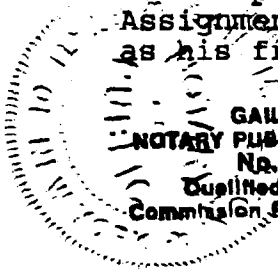


GAIL M. PLATONI
NOTARY PUBLIC, State of New York
No. 63-4907327
Qualified in Bronx County
Commission Expires Sept. 28, 2001

Gail M. Platoni
NOTARY PUBLIC

Fuzzhong F. Zheng 5/30/00
Fuzzhong F. Zheng (Date)

BE IT KNOWN, that on this 30th day of MAY, 2000, before me personally came Fuzzhong F. Zheng, to me known and known to me to be the person mentioned in and who executed the foregoing Assignment, and he acknowledged to me that he executed the same as his free act and deed for the purposes therein mentioned.



GAIL M. PLATONI
NOTARY PUBLIC, State of New York
No. 63-4907327
Qualified in Bronx County
Commission Expires Sept. 28, 2001

Gail M. Platoni
NOTARY PUBLIC

Laura Sepp-Lorenzino 6/2/00
Laura Sepp-Lorenzino (Date)

BE IT KNOWN, that on this 7th day of June, 2000, before me personally came Laura Sepp-Lorenzino, to me known and known to me to be the person mentioned in and who executed the foregoing Assignment, and she acknowledged to me that he executed the same as his free act and deed for the purposes therein mentioned.

Andrew D. Maslow
NOTARY PUBLIC

ANDREW D. MASLOW
Notary Public
Reg. No. 02MA6008739
Qualified in Nassau County
Term Expires: June 18, 2001

