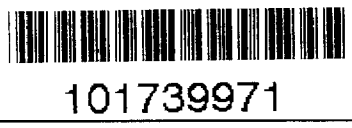


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06-04-2001

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OMB No. 0651-0011 (exp. 4/94)
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
Attorney Docket No. 6374

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Annelise E. Barron, Cindy W. Wu, and
Ronald N. Zuckermann
Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies)
Name: Northwestern University
Internal Address: 633 Clark Street
Evanston, IL 60208

3. Nature of conveyance:
[X] Assignment [] Merger
[] Security Agreement [] Change of Name
[] Other
Execution Date: May 2, 2001 (Barron & Wu),
May 16, 2001 (Zuckermann)

Street Address: 633 Clark Street
City: Evanston State: IL ZIP: 60208
Additional name(s) & address(es) attached? [X] Yes [] No

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):
09/788,308

B. Patent No.(s)
Additional Numbers attached? [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Rodney D. DeKruif, Esq.
Internal Address: Reinhart, Boerner, Van Deuren,
Norris & Rieselbach, s.c.
1000 North Water Street
Milwaukee, WI 53202
Street Address: Reinhart, Boerner, Van Deuren,
Norris & Rieselbach, s.c.
1000 North Water Street
City: Milwaukee State: WI ZIP: 53202

6. Total number of applications and patents involved: [1]
7. Total fee (37 CFR 3.41) \$40.00
[X] Enclosed
[] Authorized to be charged to deposit account
[X] Any deficiencies in enclosed fee should be charged to Deposit Account.
8. Deposit account number:
18-0882
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Rodney D. DeKruif May 21, 2001
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: [11]

Mail documents to be recorded with required cover sheet information to:
Assistant *Commissioner for Patents, Box Assignments
Washington, D.C. 20231

Supplement to Box 2. of RECORDATION FORM COVER SHEET

Name and address of additional receiving party(ies)

Name: Chiron Corporation

Internal Address: 4560 Horton Street

Emeryville, CA 94608

Street Address: 4560 Horton Street

City: Emeryville State: CA ZIP: 94608



Attorney Docket No. 6374

For: U.S. and/or Foreign Rights

For: U.S. Application or U.S. Patent

By: Inventor(s) or Present Owner

ASSIGNMENT OF INVENTION

In consideration of the payment by ASSIGNEE to ASSIGNOR of the sum of One Dollar (\$1.00), the receipt of which is hereby acknowledged, and for other good and valuable consideration,

ASSIGNOR:

(inventor(s) or

person(s) or entity(ies)
who own the invention)

Annelise E. Barron

(Type or print name(s) of ASSIGNOR(S))

7518 N. Eastlake Terrace, Apt. 2N

Chicago, IL 60626

(Address)

U.S.

(Nationality)

(inventor(s) or

person(s) or entity(ies)
who own the invention)

Cindy W. Wu

(Type or print name(s) of ASSIGNOR(S))

1724 Madison Street

Evanston, IL 60202

(Address)

US

(Nationality)

(inventor(s) or

person(s) or entity(ies)
who own the invention)

(Type or print name(s) of ASSIGNOR(S))

(Address)

(Nationality)

*(If assignment is by person or entity to whom invention was previously assigned
and this was recorded in PTO add the following)*

Recorded on _____
Reel _____
Frame _____

hereby sells, assigns and transfers to

ASSIGNEE:

Northwestern University
(Type or print name of ASSIGNEE)
633 Clark Street
(Address)
Evanston, IL 60208
United States
(Nationality)

and the successors, assigns and legal representatives of the ASSIGNEE
(complete one of the following)

- the entire right, title and interest
 an undivided _____ percent (_____ %) interest
for the United States and its territorial possessions

(check the following box if foreign rights are also to be assigned)

and in all foreign countries, including all rights to claim priority,
in and to any and all improvements which are disclosed in the invention entitled:

POLYPEPTOID PULMONARY SURFACTANTS

(check and complete (a), (b), (c) or (d))

and which is found in

- (a) U.S. patent application executed on even date herewith
(b) U.S. patent application executed on _____
 To comply with 37 CFR 3.21 for recordal of this assignment, I, an
ASSIGNOR signing below, hereby authorize and request my attorney, as
named in the Declaration and Power of Attorney I executed for this
invention on the execution date stated above, to insert below the
filing date and application number when it becomes known.
(c) U.S. application serial no. 09/788,308 on February 16, 2001

(d) U.S. patent no. _____ issued _____

A change of address to which correspondence is to be sent regarding patent maintenance fees is being sent separately.

(also check (e) if foreign application(s) is also being assigned)

(e) and any legal equivalent thereof in a foreign country, including the right to claim priority

and, in and to, all Letters Patent to be obtained for said invention by the above application or any continuation, division, renewal, or substitute thereof, and as to letters patent any reissue or re-examination thereof

ASSIGNOR hereby covenants that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment;

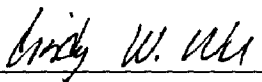
ASSIGNOR further covenants that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said invention and said Letters Patent and legal equivalents as may be known and accessible to ASSIGNOR and will testify as to the same in any interference, litigation or proceeding related thereto and will promptly execute and deliver to ASSIGNEE or its legal representatives any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents thereof which may be necessary or desirable to carry out the purposes thereof.

IN WITNESS WHEREOF, I/We have hereunto set hand the date indicated below.

WARNING: Date of signing must be the same as the date of execution of the application if item (a) was checked above.

Signature of ASSIGNOR(S)

Annelise E. Barron  5/2/2001
(Date)

Cindy W. Wu  5/2/2001
(Date)

NOTE: No witnessing, notarization or legalization is necessary. If the assignment is notarized or legalized then it will only be prima facie evidence of execution 35 USC 261. Use next page if notarization is desired.

Notarization or Legalization Page Added.

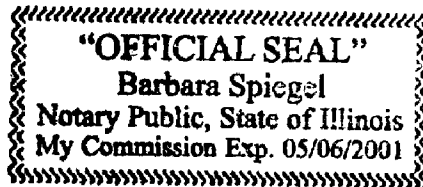
NOTARIZATION OR LEGALIZATION ACCOMPANYING ASSIGNMENT

Country USA
and place of signing of assignment Evanston, Illinois

Before me this 2nd day of May, 2001 personally appeared Annelise E. Barron, to me known to be the person who is described in and who executed the foregoing assignment instrument and acknowledged to me that he executed the same of his own free will for the purpose therein expressed.

Barbara Spiegel
Notary Public

My commission expires 5/6/01
County of COOK
State of ILLINOIS



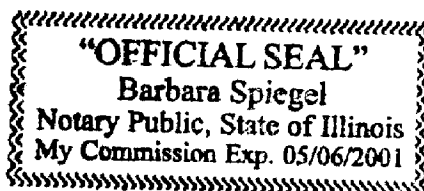
NOTARIZATION OR LEGALIZATION ACCOMPANYING ASSIGNMENT

Country USA
and place of signing of assignment EVANSTON, ILLINOIS

Before me this 2nd day of May, 2001 personally appeared
Cindy W. Wu, to me known to be the person who is described in and who executed
the foregoing assignment instrument and acknowledged to me that he executed the
same of his own free will for the purpose therein expressed.

Barbara Spiegel
Notary Public

My commission expires 5/6/01
County of COOK
State of ILLINOIS



Attorney Docket No. 6374

For: U.S. and/or Foreign Rights

For: U.S. Application or U.S. Patent

By: Inventor(s) or Present Owner

ASSIGNMENT OF INVENTION

In consideration of the payment by ASSIGNEE to ASSIGNOR of the sum of One Dollar (\$1.00), the receipt of which is hereby acknowledged, and for other good and valuable consideration,

ASSIGNOR:

(inventor(s) or

person(s) or entity(ies)
who own the invention)

Ronald N. Zuckermann

(Type or print name(s) of ASSIGNOR(S))

1116 Contra Costa Drive

El Cerrito, CA 94530

(Address)

U.S.

(Nationality)

(inventor(s) or

person(s) or entity(ies)
who own the invention)

(Type or print name(s) of ASSIGNOR(S))

(Address)

(Nationality)

(inventor(s) or

person(s) or entity(ies)
who own the invention)

(Type or print name(s) of ASSIGNOR(S))

(Address)

(Nationality)

(If assignment is by person or entity to whom invention was previously assigned
and this was recorded in PTO add the following)

Recorded on _____

Reel _____

Frame _____

hereby sells, assigns and transfers to

ASSIGNEE:

Chiron Corporation
(Type or print name of ASSIGNEE)
4560 Horton Street
(Address)
Emeryville, CA 94608
United States
(Nationality)

and the successors, assigns and legal representatives of the ASSIGNEE
(complete one of the following)

- the entire right, title and interest
 an undivided _____ percent (_____ %) interest
for the United States and its territorial possessions

(check the following box if foreign rights are also to be assigned)

and in all foreign countries, including all rights to claim priority,
in and to any and all improvements which are disclosed in the invention entitled:

POLYPEPTOID PULMONARY SURFACTANTS

(check and complete (a), (b), (c) or (d))

and which is found in

- (a) U.S. patent application executed on even date herewith
(b) U.S. patent application executed on _____
 To comply with 37 CFR 3.21 for recordal of this assignment, I, an
ASSIGNOR signing below, hereby authorize and request my attorney, as
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invention on the execution date stated above, to insert below the
filing date and application number when it becomes known.
(c) U.S. application serial no. 09/788,308 on February 16, 2001

(d) U.S. patent no. _____ issued _____

A change of address to which correspondence is to be sent regarding patent maintenance fees is being sent separately.

(also check (e) if foreign application(s) is also being assigned)

(e) and any legal equivalent thereof in a foreign country, including the right to claim priority

and, in and to, all Letters Patent to be obtained for said invention by the above application or any continuation, division, renewal, or substitute thereof, and as to letters patent any reissue or re-examination thereof

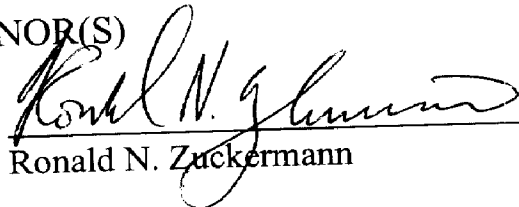
ASSIGNOR hereby covenants that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment;

ASSIGNOR further covenants that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said invention and said Letters Patent and legal equivalents as may be known and accessible to ASSIGNOR and will testify as to the same in any interference, litigation or proceeding related thereto and will promptly execute and deliver to ASSIGNEE or its legal representatives any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents thereof which may be necessary or desirable to carry out the purposes thereof.

IN WITNESS WHEREOF, I/We have hereunto set hand the date indicated below.

WARNING: Date of signing must be the same as the date of execution of the application if item (a) was checked above.

Signature of ASSIGNOR(S)


Ronald N. Zuckermann
5/16/01
(Date)

NOTE: No witnessing, notarization or legalization is necessary. If the assignment is notarized or legalized then it will only be prima facie evidence of execution 35 USC 261. Use next page if notarization is desired.

Notarization or Legalization Page Added.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Alameda

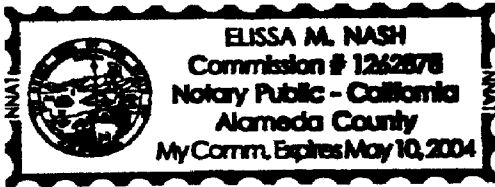
} ss.

On May 16, 2001, before me, Elissa M. Nash,
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Ronald N. Zuckermann,
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

WITNESS my hand and official seal.

Elissa M. Nash
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: _____

