

AD 581-40

09/868975

07-19-2001

JC18 Rec'd PCT/PTO 20 JUN 2001  
Attorney Docket No. X-12025

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Address of receiving party(ies):

To the Honorable Commission  
documents or copy thereof:

1. Name of conveying party



101779357

Nicholas James Bach  
Daniel Jon Sall

Name: Eli Lilly and Company

Internal Address: Patent Division

Street Address: Lilly Corporate Center

City: Indianapolis State: IN Zip: 46285

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

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

3. Nature of conveyance:

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Execution Date: June 19, 2001

( ) Yes ( ) No

4. Application number(s) or patent Number(s):

5. If this document is being filed together with a new application, the execution date of the application is: 09/868975

A. Patent Application No.(s):  
PCT/US99/28407, filed 11/30/1999,  
designating the US

B. Patent No.(s):

Additional Numbers attached ( ) Yes ( ) No

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

Kimberly Rhoades  
Eli Lilly and Company  
Lilly Corporate Center  
Indianapolis, IN 46285

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

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

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Francis O. Ginah  
Name of Attorney Signing  
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Francis O. Ginah  
Signature

June 20, 2001  
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PATENT  
REEL: 011978 FRAME: 0346

**ASSIGNMENT**

**WHEREAS** we, Nicholas James Bach and Daniel Jon Sall, both of the City of Indianapolis, County of Marion, State of Indiana, have made an invention which is the subject of an application for Letters Patent of the United States ("Application") entitled SUBSTITUTED TRICYCLICS, PCT/US99/28407, filed November 30, 1999 which has been executed by us on the 19<sup>th</sup> day of June, 2001; and \_\_\_\_\_ day of \_\_\_\_\_, 2001.

**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 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, international applications under the Patent Cooperation Treaty ("PCT"), 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.

