

Atty Dkt No. 8325-0002.21
S2-US5

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

RECORDATION COVER SHEET (PATENT)

1. Name of conveying party/parties:

Casey C. CASE, Alan WOLFFE, Fyodor URNOV, Albert LAI, Andrew
SNOWDEN, Siyuan TAN and Philip GREGORY

2. Name and address of receiving party/parties:

Sangamo BioSciences, Inc.
501 Canal Blvd., Suite A100
Richmond, CA 94804

3. Nature of conveyance: X Assignment
 --- Name Change
 --- Other

Execution date: October 19, 2001 and October 22, 2001

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

A. Patent Application No(s): 09/942,087

B. Patent No(s):

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

and the title of the new application is:

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

Dahna S. Pasternak
ROBINS & PASTERNAK LLP
90 Middlefield Road, Suite 200
Menlo Park, CA 94025

6. Total number of applications/patents involved: 1

7. Total fee: 1 x \$40.00 = \$ 40.00

----- Enclosed is a check for \$ 40.00.

X Authorized to be charged to deposit account

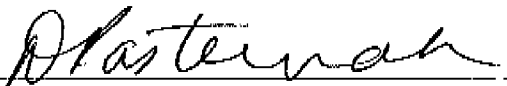
8. Deposit account number: 18-1648.

9. The Commissioner is hereby authorized to charge any fees under 37 C.F.R. §§ 1.16, 1.17 and 1.21 which may be required by this paper, or to credit any overpayment, to Deposit Account No. 18-1648.

10. 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.

Dated: Dec 5, 2001

By: 
Dahna S. Pasternak
Reg. No. 41,411

ROBINS & PASTERNAK LLP
90 Middlefield Road, Suite 200
Menlo Park, CA 94025
Telephone: (650) 325-7812
Fax: (650) 325-7823

Total number of pages including cover sheet, attachments, document: 8

Mail to: U.S. Patent and Trademark Office
Office of Public Records, Box Assignment
Crystal Gateway 4, Room 335
Washington, D.C. 20231

**Assignment of Rights, Title and Interest in Invention
(Multiple inventors; single assignee)**

**Docket No.
8325-0002.21**

This is an Assignment of the following rights, title and interest: (check all that apply):

United States of America rights, title and interest in the invention

Foreign rights, title and interest in the invention

United States Patent Application Serial No. 09/942,087

Date of Execution: _____

Date of Filing: 08/28/2001

United States Provisional Patent Application Serial No. _____

United States Patent No(s). _____

International (PCT) Patent Application Serial No. _____

Other (specify) _____

Title of the Invention

MODULATION OF ENDOGENOUS GENE EXPRESSION IN CELLS

Inventors (assignors)

<i>Name</i>	<i>Address</i>
Casoy C. CASE	605 Barriolhet Avenue, San Mateo, California 94402
Alan WOLFFE	Residence Not Provided, Deceased
Fyodor URNOV	135 Lakeshore Court, Richmond, California 94804
Albert LAI	238 Shoreline Court, Richmond, California 94804
Andrew SNOWDEN	3400 Richmond Parkway, Apt. 3624, Richmond, California 94806
Siyuan TAN	52 Sea Bridge Way, Alameda, California 94502
Phillip GREGORY	1560 Douglas Drive, El Cerrito, California 94530

Assignee

<i>Name</i>	<i>Address</i>
Sangamo BioSciences, Inc.	501 Canal Blvd., Suite A100 Richmond, California 94804

**Assignment of Rights, Title and Interest in Invention
(Multiple inventors; single assignee)**

Docket No.
8325-0002.21

Whereas, we, the above-identified Inventors, have invented certain new and useful improvements in the Invention identified above and described in the above-identified patent application(s) and/or patent(s) (hereinafter referred to as "Invention");

And, whereas we desire to assign our above-identified rights, title and interest in the Invention to the above-identified Assignee;





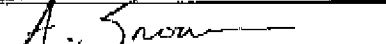
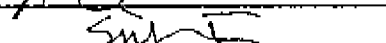
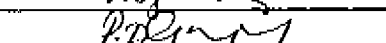
Now, this indenture witnesseth, that for good and valuable consideration, the receipt whereof is hereby acknowledged;

We hereby assign, sell and transfer our above-identified rights, title and interest in said Invention, said application(s) as identified above, including any divisions, continuations, and continuations-in-part thereof, and in and to any and all Letters Patent of the United States, and countries foreign thereto, which may be granted or have granted for said Invention, and in and to any and all reissues and reexaminations thereof, and in and to any and all priority rights, Convention rights, and other benefits accruing or to accrue to us with respect to the filing of applications for patents or securing of patents in the United States and countries foreign thereto, unto said Assignee;

And we hereby authorize and request the Commissioner of Patents and Trademarks to issue any United States Letters Patent which may issue for said Invention to said Assignee, as assignee of the whole right, title and interest thereto;

And we further agree to sign and execute all necessary and lawful future documents, including applications for foreign patents, for filing divisions, continuations and continuations-in-part of said application for patent, and/or, for obtaining any reissue or reissues of any Letters Patent which may be granted for my aforesaid Invention, as the Assignee or its Designee(s) may from time to time require and prepare at its own expense.

Inventors' Signatures (if Notarization is desired, do not sign here and proceed to next page)

Name	Signature/Date
Casey C. CASE	 10-19-01
Alan WOLFFE	 10/19/01
Fyodor URNOV	 10/22/2001
Albert LAI	 10/22/2001
Andrew SNOWDEN	 10/19/01
Siyuan TAN	 10/22/01
Phillip GREGORY	 10.19.01

ATTORNEY OR PARTY WITHOUT ATTORNEY (Name, title, telephone number, and address):
 (415) 442-0900
 W. SCOTT THOMAS, ESQ. (STATE BAR NO. 63597)
 BROBECK, PHLEGER & HARRISON LLP
 One Market, Spear Street Tower
 San Francisco, CA 94105
 ATTORNEY FOR (Name): Elizabeth J. Wolffe

TELEPHONE AND FAX NOS:
 Telephone: (415) 442-0900
 Fax: (415) 442-1010

SUPERIOR COURT OF CALIFORNIA, COUNTY OF Contra Costa
 STREET ADDRESS: 725 Court St., Room 103
 MAILING ADDRESS:
 CITY AND ZIP CODE: Martinez, CA 94553-1233
 BRANCH NAME:

ESTATE OF (Name): ALAN P. WOLFFE
 DECEDENT

LETTERS
 TESTAMENTARY
 OF ADMINISTRATION
 OF ADMINISTRATION WITH WILL ANNEXED
 SPECIAL ADMINISTRATION

FOR COURT USE ONLY

F I L E D

AUG 29 2001

EMILY D. ...
 EMILY D. ...

CASE NUMBER
 P01-01211

1. The last will of the decedent named above having been proved, the court appoints (name):
- a. executor.
 b. administrator with will annexed
2. The court appoints (name): Elizabeth J. Wolffe
- a. administrator of the decedent's estate.
 b. special administrator of decedent's estate
 (1) with the special powers specified in the Order for Probate.
 (2) with the powers of a general administrator.
 (3) letters will expire on (date):
3. The personal representative is authorized to administer the estate under the Independent Administration of Estates Act with full authority with limited authority (no authority, without court supervision, to (1) sell or exchange real property or (2) grant an option to purchase real property or (3) borrow money with the loan secured by an encumbrance upon real property).
4. The personal representative is not authorized to take possession of money or any other property without a specific court order.

- AFFIRMATION
1. PUBLIC ADMINISTRATOR: No affirmation required (Prob. Code, § 7621(c)).
2. INDIVIDUAL: I solemnly affirm that I will perform the duties of personal representative according to law.
3. INSTITUTIONAL FIDUCIARY (name):
- I solemnly affirm that the institution will perform the duties of personal representative according to law. I make this affirmation for myself as an individual and on behalf of the institution as an officer.
 (Name and title):

4. Executed on (date): 08/29/07.
 at (place): Martinez, California.

Elizabeth J. Wolffe
 (SIGNATURE)

CERTIFICATION

I certify that this document is a correct copy of the original on file in my office and the letters issued the personal representative appointed above have not been revoked, annulled, or set aside and are still in full force and effect.

Date: SEP 18 2001
 Clerk, by *[Signature]*
 (DEPUTY)

WITNESS, clerk of the court, with seal of the court affixed.

Date: AUG 29 2001
 Clerk, by *Emily D. ...*
 CLERK OF THE SUPERIOR COURT
 (DEPUTY)

**ESTATE OF ALAN P. WOLFFE
CONTRA COSTA COUNTY SUPERIOR COURT**

**ATTACHMENT 3d(2) TO ORDER FOR LETTERS
OF SPECIAL ADMINISTRATION**

ELIZABETH J. WOLFFE, is hereby appointed as Special Administrator of the Estate of ALAN P. WOLFFE, with the following special powers:

1. The power to execute patent applications and related documents as personal representative of the decedent;
2. The power to execute stock certificates and related documents as personal representative of the decedent; and
3. The power to take any other actions necessary, as personal representative, to preserve the assets of the estate.

DE-140

ATTORNEY OR PARTY WITHOUT ATTORNEY (Name, state bar number, and address): (415) 442-0900 W. SCOTT THOMAS, ESQ. (STATE BAR NO. 63597) BROBECK, PHLEGER & HARRISON LLP One Market, Spear Street Tower San Francisco, CA 94105 ATTORNEY FOR (Name): Elizabeth J. Wolffe		TELEPHONE AND FAX NOS.: Fax: (415) 442-1010	FOR COURT USE ONLY FILED AUG 29 2001 EMILANDRES
SUPERIOR COURT OF CALIFORNIA, COUNTY OF Contra Costa STREET ADDRESS 725 Court St., Room 103 MAILING ADDRESS: CITY AND ZIP CODE Martinez, CA 94553-1233 BRANCH NAME:			
ESTATE OF (Name): ALAN P. WOLFFE		DECEDENT	
ORDER FOR PROBATE ORDER <input type="checkbox"/> Executor APPOINTING <input type="checkbox"/> Administrator with Will Annexed <input type="checkbox"/> Administrator <input checked="" type="checkbox"/> Special Administrator <i>P.C. WSA</i> Order Authorizing Independent Administration of Estate <input checked="" type="checkbox"/> with full authority <input type="checkbox"/> with limited authority		CASE NUMBER: P01 - 01211	
WARNING: THIS APPOINTMENT IS NOT EFFECTIVE UNTIL LETTERS HAVE ISSUED.			

1. Date of hearing: Time: Dept./Room: Judge:

THE COURT FINDS

2. a. All notices required by law have been given.
 b. Decedent died on (date): 05/26/01
 (1) a resident of the California county named above.
 (2) a nonresident of California and left an estate in the county named above.
 c. Decedent died
 (1) intestate
 (2) testate
 and decedent's will dated: July 24, 1996 and each codicil dated:
 was admitted to probate by Minute Order on (date):

THE COURT ORDERS

3. (Name): Elizabeth J. Wolffe is appointed personal representative:
 a. executor of the decedent's will
 b. administrator with will annexed
 c. administrator
 d. special administrator
D.G. (1) with general powers
 (2) with special powers as specified in Attachment 3d(2)
 (3) without notice of hearing
 (4) letters will expire on (date):
 and letters shall issue on qualification.
4. ~~a. Full Authority~~ *P.G.* Full Authority is granted to administer the estate under the Independent Administration of Estates Act.
 b. Limited authority is granted to administer the estate under the Independent Administration of Estates Act (there is no authority, without court supervision, to (1) sell or exchange real property or (2) grant an option to purchase real property or (3) borrow money with the loan secured by an encumbrance upon real property).
5. a. Bond is not required.
 b. Bond is fixed at: \$ to be furnished by an authorized surety company or as otherwise provided by law.
 c. Deposits of: \$ are ordered to be placed in a blocked account at (specify institution and location); and receipts shall be filed. No withdrawals shall be made without a court order. Additional orders in Attachment 5c.
 d. The personal representative is not authorized to take possession of money or any other property without a specific court order.
6. (Name) is appointed probate referee.

Date:

AUG 30 2001

[Signature]
 JUDGE OF THE SUPERIOR COURT

7. Number of pages attached: 1

SIGNATURE FOLLOWS LAST ATTACHMENT



ESTATE OF ALAN P. WOLFFE
CONTRA COSTA COUNTY SUPERIOR COURT
ATTACHMENT *2/2* TO PETITION FOR LETTERS
OF SPECIAL ADMINISTRATION

The Petitioner respectfully requests that the court grant Letters of Special Administration to the Petitioner for the purpose of endorsing certain patent applications and stock documentation in connection with the decedent's business.

The Petitioner is the decedent's surviving spouse, and is the nominated Executor and sole beneficiary under the decedent's Will. The decedent was a research scientist, employed by Sangamo BioSciences, Inc., in Richmond, California. In his capacity as employee, the decedent developed a number of inventions, which are the intellectual property of his employer. In order to apply for patents for these inventions, the Petitioner, as personal representative of the decedent, must execute certain documentation. The patent applications must be filed immediately to avoid the loss of any such intellectual property by Sangamo BioSciences, Inc.

The Petitioner has also been advised by the Board of Directors of Sangamo BioSciences, Inc. that she, as personal representative of the decedent, must execute as soon as possible certain stock certificates and other documentation, necessary to transfer the stocks to her name as personal representative, in order for her to exercise her rights as shareholder in the company. These actions are required immediately, and are necessary and proper under the circumstances.

The Petitioner, as sole beneficiary, will be filing a Spousal Property Petition to effect the transfer of the decedent's assets to her pursuant to the terms of the decedent's Will. In the interim, her immediate appointment as Special Administrator is necessary in order to orderly administer and to avoid losses by the estate.

