

ASSIGNMENT AND AGREEMENT

For value received, we, Ben E. Evans, Jacob M. Hoffman, Kevin F. Gilbert and Kenneth E. Rittle,

Of 501 Perkiomen Avenue, Lansdale, PA 19446; 1160 Kipling Court, Lansdale, PA 19446; 1906 County Line Road, Barto, PA 19504, and 1955 Old^S Wood Road, Green Lane, PA 18054 respectively;
KJR KJR

hereby sell, assign and transfer to MERCK & CO., Inc., a corporation of the State of New Jersey, having an office at Lincoln Avenue, City of Rahway, State of New Jersey, and its successors, assigns and legal representatives, the entire right, title and interest, for all countries, in and to certain inventions relating to

SPIROTRICYCLIC SUBSTITUTED AZACYCLOALKANE DERIVATIVES AND USES THEREOF

described in an application for Letters Patent of the United States, executed by us on even date herewith or executed on the date shown in the Declaration and Power of Attorney relating to said application, and in application(s) Serial No. 60/156,890 filed on 09/30/1999; and all the rights and privileges, including any and all benefits under the International Convention for the Protection of Industrial Property under any and all Letters Patents which may be granted therefor in any country or region, and under any and all extensions, divisionals, reissues and continuations of said Letters Patents.

We request that any and all Patents for said inventions be issued to said assignee, its successor, assigns and legal representatives, or to such nominees as it 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 inventions in any and all countries and for vesting title thereto in said assignee, its successors, assigns and 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 I have full right to convey the same as herein expressed.

We hereby authorize our attorney, Kenneth R. Walton, or an attorney with Power of Attorney in this application, of MERCK & CO., Inc., to insert **Serial No.**, and **Filing Date** of said application(s) when known.

Signed at West Point, Pennsylvania this 20th day of September, 2000.

~~Ben E. Evans~~

Kevin F. Gilbert

Kevin F. Gilbert

~~Jacob M. Hoffman~~

Kenneth E. Rittle

Kenneth E. Rittle

JOINT Merck Case 20352

U.S. Serial No. 09/671,520

Filing Date 9/27/2000

ASSIGNMENT AND AGREEMENT

Signed at West Point, Pennsylvania this 25th day of September 2000

Ben E. Evans
Ben E. Evans

Jacob M. Hoffman
Jacob M. Hoffman

COMMONWEALTH OF PENNSYLVANIA

County of MONTGOMERY

} SS.

Personally appeared before me the above-named ~~Ben E. Evans~~ Kevin F. Gilbert ~~Jacob M. Hoffman~~ Kenneth E. Rittle
B. M. 9/20/00 B. M. 9/20/00

to me known and known to me to be the person(s) who executed the foregoing instrument and acknowledged said instrument to be their free act and deed this 20th day of September, 2000.

Notarial Seal
Brenda Myers, Notary Public
Upper Gwynedd Twp., Montgomery County
My Commission Expires Apr. 11, 2002
Member, Pennsylvania Association of Notaries

Brenda Myers
Notary Public

COMMONWEALTH OF PENNSYLVANIA

County of MONTGOMERY

} SS.

Personally appeared before me the above-named Ben E. Evans Jacob M. Hoffman

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