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U.S. DEPARTMENT OF
COMMERCE
Patent and Trademark Office

Docket No: 003-054

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

<p>1. Name of conveying party(ies):</p> <p style="text-align: center;">Ivan C. KING, Terrace W. DOYLE and Mario SZNOL</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: Vion Pharmaceuticals, Inc.</p> <p>Internal Address:</p> <p>Street Address: Four Science Park</p> <p>City: New Haven State: CT ZIP: 06511</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other:</p> <p>Execution Date: May 23, 2002</p>	

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. U.S. Application No.(s): **60/285,559** B. Patent No.(s): **10/126,050**

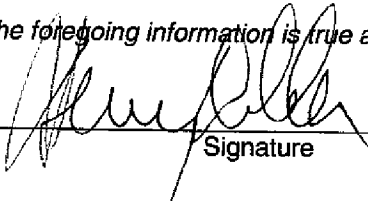
Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Coleman Sudol Sapone, P.C.</p> <p>Internal Address:</p> <p>Street Address: 714 Colorado Avenue</p> <p>City: Bridgeport State: CT ZIP: 06605-1601</p>	<p>6. Total number of applications and patents involved: 2</p> <p>7. Total fee (37 C.F.R. 3.41)..... \$40.00</p> <p><input type="checkbox"/> Enclosed</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account identified in Item No. 8.</p> <p>8. Deposit account number: 04-0838</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Henry D. Coleman, Reg. No. 32,559  May 28, 2002

Henry D. Coleman Signature Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT

WHEREAS, we, Ivan C. King, Terrance W. Doyle and Mario Sznol, all citizens of the United States of America, residing at 65 Blue Hills Road, North Haven, CT 06473; 5 Wellsweep Lane, Killingworth, CT 06419; and 186 Rimmon Road, Woodbridge, CT 06525, respectively, have invented new and useful improvements in "ANTI-VIRAL AGENTS AND METHODS OF TREATING VIRAL INFECTIONS" for which we made application for Letters Patent of the United States on April 18, 2002, Application Serial No. 10/126,050, which is based upon U.S. Provisional Application No. 60/285,559 and filed as International Application No. PCT/US02/12358.

WHEREAS, Vion Pharmaceuticals, Inc. (hereinafter, "Vion Pharmaceuticals,") having an office and principal place of business at Four Science Park, New Haven, CT 06511, has acquired and is desirous of acquiring the entire right, title and interest in and to the application and invention therein described and claimed and any Letters Patent which may issue upon said application or for improvements therein contained.

Now, THEREFORE, in consideration of good and valuable consideration, to me/us in hand paid, the receipt and sufficiency of which is hereby acknowledged, we, Ivan C. King, Terrance W. Doyle and Mario Sznol, have sold, assigned and transferred and do hereby sell, assign and transfer unto said Vion Pharmaceuticals, its successors and assigns, my/our entire right, title and interest in and to the application and to the invention therein disclosed and the entire right, title and interest in and to any Letters Patent which may issue thereon, and the right to apply for any Letters Patent in the United States of America and in any and all foreign countries on said invention, including all divisional, renewal, substitute and continuation applications based in whole or in part upon said invention, or upon any and all Letters Patents that may issue thereon, and every priority right that is or may be predicated upon or arise from said invention, the same to be held and enjoyed by said Vion Pharmaceuticals, for its own use and enjoyment and for the use and enjoyment of its successors and assigns, to the full end of the term for which any said

Letters Patent are granted, as fully and as entirely as the same would have been held and enjoyed by me had this Assignment and sale not been made.

And we hereby authorize said Vion Pharmaceuticals to file patent applications in any or all other countries on said invention in my/our name or in the name of said Vion Pharmaceuticals or otherwise as said Vion Pharmaceuticals may deem advisable.

And we hereby authorize the empowered officials of all governments to issue or transfer any said Letters Patent granted, to said Vion Pharmaceuticals, as assignee of the entire right, title and interest therein or otherwise as said Vion Pharmaceuticals may direct, in accordance with this instrument or assignment.

In further consideration of said good and valuable consideration, we, Ivan C. King, Terrance W. Doyle and Mario Sznol, further represent and warrant to said Vion Pharmaceuticals, its successors and assigns, that there are no rights and interests outstanding inconsistent with the rights and interests granted herein, and that we have not executed any instrument or granted or transferred any rights or interests inconsistent with the rights and interests granted herein, and that we will not execute any instrument or grant or transfer any rights or interests inconsistent herewith, and we bind executors, administrators and legal representatives, as the case may be, to execute and deliver to said Vion Pharmaceuticals, its successors and assigns, and we hereby irrevocably appoint said Vion Pharmaceuticals as our true and lawful attorney-in-fact on our and its behalf and in our and/or its name, place and stead to execute any further documents or instruments and do any and all further acts that may be deemed necessary or desirable by said Vion Pharmaceuticals, its successors and assigns, to vest in said Vion Pharmaceuticals, its successors and assigns, the title being conveyed hereby, and to enable such title to be recorded in the United States and all other countries, and to enable said Vion Pharmaceuticals to sustain or reissue any said Letters Patent granted, and to maintain, perfect, support and protect the right, title and interest of said Vion Pharmaceuticals, its successors and assigns, in and to the said invention and any Letters Patent granted, particularly in cases of interference and litigation.

