

08-08-2002



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To the Honorable Commissioner of Patents, Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Qun SUN, R. Richard GOEHRING, Zhengming CHEN, Sam VICTORY, John WHITEHEAD, and Donald KYLE

NRD 8-5-02

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: **Euro-Celtique, S.A.**

Address: **122 Boulevard de la Petrusse**

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: **07/17/02**

City: **Luxembourg** State/Prov.:
Country: **Luxembourg** ZIP: **L-2330**

Additional name(s) & address(es) Yes No

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

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

Patent Application No.	Filing date
10/126,471	April 18, 2002

B. Patent No.(s)

Additional numbers Yes No

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

Name: **Clifford M. Davidson**

Registration No. **32,728**

Address: **485 Seventh Avenue**

08/07/2002 GTON11 00000166 10126471

01 FC:581 40.00 OP

City: **New York** State/Prov.: **New York**

Country: **U.S.A.** ZIP: **10018**

6. Total number of applications and patents involved: **1**

7. Total fee (37 CFR 3.41):.....\$ **40.00**

- Enclosed - Any excess or insufficiency should be credited or debited to deposit account
- Authorized to be charged to deposit account

8. Deposit account number:

50-0552

(Attach duplicate copy of this page if paying by deposit account)

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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.

Robert J. Paradiso, Reg. No., 41,240

Name of Person Signing

Signature

July 22, 2002

Date

3

Total number of pages including cover sheet, attachments, and

Docket No.: 332.1126 US

ASSIGNMENT

WHEREAS, I (We), Qun SUN; R. Richard GOEHRING; Zhengming CHEN; Sam VICTORY; John WHITEHEAD and Donald KYLE; residing at 68 Hills Drive, Belle Mead, New Jersey 08502; 6195 Potters Lane, Pipersville, PA 18947; 11 Hudnut Lane, Belle Mead, NJ 08502; 55 Quince Circle, Newtown, PA 18940; 155 North State Street, Newtown PA 18940; 29 Weatherfield Drive, Newtown, PA 18940; respectively, ASSIGNOR(S), have invented certain new and useful improvements in NOCICEPTIN ANALOGS, an application for a Patent of the United States for which:

I (we) am (are) about to execute; was executed on _____ (date(s));
 is identified by Davidson, Davidson & Kappel, LLC, Docket No. 332.1126;
 was filed on April 18, 2002 Serial No. 10/126.471
 I (we) hereby authorize and request our attorney, Davidson, Davidson & Kappel, LLC of 485 Seventh Avenue, 14th Floor, New York, New York 10018 to insert here in parentheses (Application number _____, filed _____) the filing date and application number of said application when known; and

WHEREAS, Euro-Celtique, S.A., of Luxembourg, Luxembourg, ASSIGNEE, is desirous of obtaining the entire right, title and interest in, to and under the said invention and the said application:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to me (us) in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, I (we), the said ASSIGNOR(S), have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, the entire right, title and interest in, to and under the said invention, and the said United States application and all divisions, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues and extensions thereof; and all applications for industrial property protection, including, without limitation, all applications for patents, utility models, and designs which may hereafter be filed for said invention in any country or countries foreign to the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models, inventors' certificates and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals and reissues thereof; and

I (WE) HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument; and

I (WE) HEREBY covenant and agree that I (we) have full right to convey the entire interest herein assigned, and that I (we) have not executed, and will not execute, any agreement in conflict herewith; and

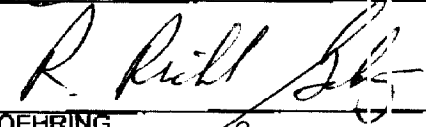
I (WE) HEREBY further covenant and agree that I (we) will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to me (us) respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

IN TESTIMONY WHEREOF, I (we) hereunto set my (our) hand(s) and seal(s) the day and year set opposite my (our) signature(s).

Dated: 7/17/2002, 2002


Qun SUN

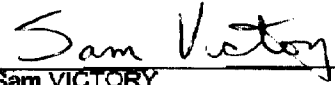
Dated: 7/17/2002, 2002


R. Richard GOEHRING


Dated: 7/17/2002, 2002


Zhengming CHEN

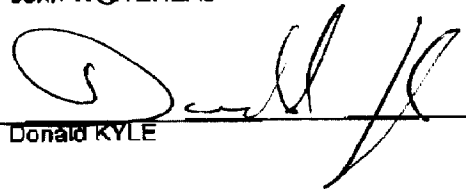
Dated: 7/17/02, 2002


Sam VICTORY

Dated: 7/17/2002, 2002


John W. WHITEHEAD

Dated: 7-17-02, 2002


Donald KYLE