

10.29.02



To the Honorable Commissioner of Pat

102268303

original documents or copy thereof.

1. Name and address of conveying party(ies):
 Name: Choong-Chin Liew
 Street Address: 81 Millersgrove Drive
 City: Toronto
 State: Ontario, Canada ZIP: M2R 3S1

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

2. Name and address of receiving party(ies):
 Name: Chondrogene Limited
 Internal Address: _____
 Internal Address: _____
 Street Address: 800 Petrolia Road, Unit 15
 City: Toronto
 State: Ontario, Canada ZIP: M3J 3K4

Additional name(s) and address(es) attached? Yes No

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: 9/13/02, 09/03/02

4. Application number(s) or registration numbers:
If being submitted with New Application, execution date of application is:

A. Patent Application No.(s) _____

B. Patent No.(s) _____

Additional numbers attached? Yes No

FINANCE SECTION
 10 19 10
 10000

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Kathleen M. Williams
 Internal Address: Palmer & Dodge LLP
 Street Address: 111 Huntington Avenue
 City: Boston State: MA ZIP: 02199

6. Total number of application and patents involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to charge deficiencies to deposit account

8. Deposit account number: 16-0085 Ref. 4231/2002
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Kathleen M. Williams, Reg. No. : 34,380
 Name of Person Signing _____ Signature _____ Date 10/24/02

10/31/2002 DBYRNE 00000241 10085783
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Total number of pages comprising cover sheet attachment and document: 3

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

Name and address of additional conveying party(ies): IF ANY

Name: Wayne Marshall

Street Address: 5 Fallingbrook Crescent

City: Toronto

State: Ontario ZIP: M1N 1B1

Name and address of additional conveying party(ies): IF ANY

Name: Hongwei Zhang

Street Address: 3 Atwood Place

City: Toronto

State: Ontario ZIP: M9V1L1

ASSIGNMENT

In consideration of One Dollar (\$1.00) and other good and valuable consideration in hand paid, the receipt and sufficiency whereof are hereby acknowledged, the undersigned hereby assign to: **CHONDROGENE LIMITED**, having a principal place of business at 800 Petrolia Road, Unit 15, Toronto, Ontario, M3J 3K4, its successors and assigns, the entire right, title and interest in the invention or improvements of the undersigned disclosed in an application for Letters Patent of the United States, entitled:

COMPOSITIONS AND METHODS RELATING TO OSTEOARTHRITIS

and identified as:

Serial No.: 10/085,783; Filed: February 28, 2002

and in said application and any and all other applications, both United States and foreign, which the undersigned may file, either solely or jointly with others, on said invention or improvements, and in any and all Letters Patent of the United States and foreign countries, which may be obtained on any of said applications, and in any reissue or extension of such patents, and further assigns to said assignee the priority right provided by the International Convention.

The undersigned hereby authorize and request the Commissioner of Patents and Trademarks to issue said Letters Patent to said assignee.

The undersigned warrant themselves to be the owners of the entire right, title and interest in said invention or improvements and to have the right to make this assignment, and further warrant that there are no outstanding prior assignments, licenses, or other encumbrances on the interest herein assigned.

For said considerations the undersigned hereby agree, upon the request and at the expense of said assignee, its successors and assigns, to execute any and all divisional, continuation and substitute applications for said invention or improvements, and any necessary oath, affidavit or declaration relating thereto, and any application for the reissue or extension of any Letters Patent that may be granted upon said application and any and all applications and other documents for Letters Patent in foreign countries on said invention or improvements, that said assignee, its successors or assigns may deem necessary or expedient, and for the said considerations the undersigned authorize said assignee to apply for patents for said invention or improvements in its own name in such countries where such procedure is proper and further agree, upon the request of said assignees, its successors and assigns, to cooperate to the best of the ability of the undersigned with said assignee, its successors and assigns, in any proceedings or transactions involving such applications or patents, including the preparation and execution of preliminary statements, giving and producing evidence, and performing any and all other acts necessary to obtain, maintain and enforce said Letters Patent, both United States and foreign, and vest all rights therein hereby conveyed in the assignees, its successors and assigns, whereby said Letters Patent will be held and enjoyed by the said assignees, its successors and assigns, to the full end of

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

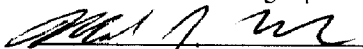
Application of: Zhang, et al.	Examiner: Not yet assigned
Serial No.: 10/085,783	
Filed: February 28, 2002	Group Art Unit: 1615
Entitled: Composition and Methods Relating to Osteoarthritis	Conf. No.: 8718

CERTIFICATE OF MAILING UNDER 37 C.F.R. § 1.8a

I hereby certify that this correspondence (and any paper or fee referred to as being enclosed) is being deposited with the United States Post Office as First Class Mail on the date indicated below in an envelope addressed to Box: Assignment, Commissioner for Patents, Washington, D.C. 20231.

Mark FitzGerald

Name of Person Mailing Paper



Signature of Person Mailing Paper

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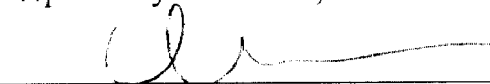
TRANSMITTAL LETTER

Enclosed for filing in the above-identified patent application, please find the following documents:

1. Assignment of Patent Rights;
2. Recordation Cover Sheet, Form PTO-1595;
3. Check in the amount of \$40.00 for recordation fee; and
4. Return Post Card.

The Commissioner for Patents is hereby authorized to charge any additional fees or credit any overpayment in the total fees to Deposit Account No. 16-0085, Reference No.4231/2002. A duplicate of this transmittal letter is enclosed for this purpose.

Respectfully submitted,

Date: October 24, 2002


Name: Kathleen M. Williams

Registration No.: 34,380

Customer No.: 29933

Palmer & Dodge LLP

111 Huntington Avenue

Boston, MA 02199-7613

Tel: 617-239-0100

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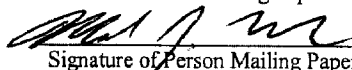
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Name of Person Mailing Paper



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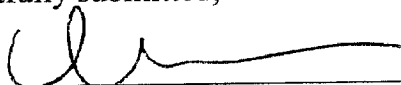
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