

08-20-2003



Substitute Form PTO-1595

102529446

orney Docket Number: 06727/012001

Certificate of Mailing: Date of Deposit August 15, 2003

I hereby certify under 37 C.F.R. § 1.8(a) that this correspondence is being deposited with the United States Postal Service as **first class mail** with sufficient postage on the date indicated above and is addressed to Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450.

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8-18-03

RECORDATION FORM COVER SHEET PATENTS ONLY

Please record the attached document.

<p>1. Names of all conveying parties:</p> <p>GTC Biotherapeutics, Inc.</p> <p>Additional names attached: NO</p>	<p>2. Names and addresses of all receiving parties:</p> <p>Merrimack Pharmaceuticals, Inc. 101 Binney Street Cambridge, MA 02142</p> <p>Additional names/addresses attached: NO</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment</p> <p><input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement</p> <p><input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other: _____</p> <p>Execution Date: July 21, 2003</p>	<p>6. Total number of applications/patents involved: 1</p>
<p>4. Application numbers or patent numbers:</p> <p>A. Patent Application Numbers: <u>10/624,380</u></p>	<p>B. Patent Numbers:</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Paul T. Clark, REG. NO. 30,162 Clark & Elbing LLP 101 Federal Street Boston, MA 02110 Customer No.: 21559</p>	<p>7. Total fee (37 C.F.R. § 3.41): \$40.00</p> <p><input checked="" type="checkbox"/> Fee enclosed</p> <p><input type="checkbox"/> Authorized to charge deposit account</p> <p>8. Deposit account number: 03-2095. If the fee above is being charged to deposit account, a duplicate copy of this cover sheet is attached. Please apply any additional charges, or any credits, to Deposit Account No. 03-2095.</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 the attached is the original document or a true copy thereof.*

K. BIEKER-BRAY
Paul T. Clark
Name of person signing

Paul T. Clark
Signature

August 15, 2003
Date

PATENT
REEL: 014387 FRAME: 0512

ASSIGNMENT

For valuable consideration, we,

Full Name of Assignor	City	State (and Country if not USA)
GTC Biotherapeutics	Framingham	Massachusetts

hereby assign to

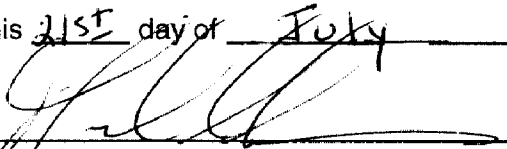
Full Name of Assignee	State of Incorporation	Business Address
Merrimack Pharmaceuticals, Inc.	Massachusetts	101 Binney Street Cambridge, MA 02142

and to its successors and assigns (collectively hereinafter called "the Assignee"), the entire right, title and interest throughout the world in the inventions and improvements which are subject of one or more applications for United States Patent signed by us, identified as:

Title of Application	Filing Date	Serial Number
NON-GLYCOSYLATED HUMAN ALPHA-FETOPROTEIN, METHODS OF PRODUCTION, AND USES THEREOF	June 22, 2003	10/624,380

and we authorize and request the attorneys appointed in said application to hereafter complete this assignment by inserting above the filing date and serial number of said application when known; this assignment includes said application, any and all United States and foreign patents, utility models, and design registrations granted for any of said inventions or improvements, and the right to claim priority based on the filing date of said application under the International Convention for the Protection of Industrial Property, the Patent Cooperation Treaty, the European Patent Convention, and all other treaties of like purposes; and we authorize the Assignee to apply in all countries in our names or in its own name for patents, utility models, design registrations and like rights of exclusion, and for inventors' certificates for said inventions and improvements; and we agree for ourselves and our respective heirs, legal representatives and assigns, without further compensation, to perform such lawful acts and to sign such further applications, assignments, Preliminary Statements and other lawful documents as the Assignee may reasonably request to effectuate fully this assignment.

IN WITNESS WHEREOF, I hereto set my hand and seal at Framingham, MA 01702,
this 21st day of July, 2003



Mark Adams
Vice President, Commercial Development
GTC Biotherapeutics, Inc.

L.S.

STATE OF Massachusetts

:ss.

COUNTY OF Middlesex:

Before me this 21st day of July, 2003, personally appeared Mark Adams,
known to me to be the person whose name is subscribed to the foregoing Assignment, and acknowledged
that he/she executed the same as his/her free act and deed for the purposes therein contained.



Notary Public

My Commission Expires:

[Notary's Seal Here]

Susan A. Doucette
NOTARY PUBLIC
My Commission Expires: Sept. 8, 2006