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## ASSIGNMENT AND AGREEMENT

For value received and intending to be legally bound, I/we, the undersigned joint inventor(s) (Assignor(s)), sell, assign and transfer to Aventis Pharma S.A. (Assignee), 20, Avenue Raymond Aron, Antony, 92165 Cedex, France, and its successors, assigns and legal representatives, the entire right, title and interest in and to my/our invention and any improvements thereon for all countries of the world, relating in and to the application for United States Letters Patent therefor, assigned Attorney Docket No. FRAV2002/0035 US NP and (if filed prior to the execution hereof) filed on September 4, 2003, as Serial No. <u>10/654.698</u>, entitled

## NOVEL AMINOINDAZOLE DERIVATIVES AS MEDICAMENTS AND PHARMACEUTICAL COMPOSITIONS INCLUDING THEM

and all the rights and privileges, including any and all benefits under the International Convention for the Protection of Industrial Property, including the right to claim priority based on said United States application, and under any and all Letters Patent which may be granted therefor, and all right, title and interest in and to every patent application filed or to be filed on said invention in any other country or patent organization, including continuations, divisions, renewals, revivals, and any substitute applications of said United States application, and any and all patents which may issue thereon, and any reissues, pipelines and extensions, and governmental exclusivity rights of the same.

I/we authorize and request competent authorities to grant and issue any and all patents on said invention to said assignee or its successor, assigns and legal representatives, or to such nominees as said assignee may designate.

I/we agree that, when requested, I/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 invention in any and all countries and for vesting title thereto in said assignee, its successors, assigns, legal representatives or nominees.

I/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/we have full right to convey the same as herein expressed.

MAR. 10. 2004 9:43AM

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PATENT REEL: 014422 FRAME: 0709

FRAV2002-0035 US NP

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FRAV2002/0035 US NP

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**RECORDED: 03/10/2004**