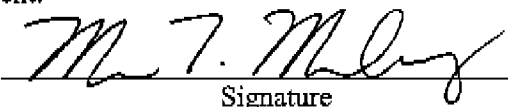


Client Code: NEREUS.069A

**RECORDATION FORM COVER SHEET
PATENTS ONLY**

To the Director, U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): (List using letters or numbers for multiple parties)</p> <p>1) Scott S. Mitchell 2) Benjamin Nicholson</p> <p>Additional name(s) of conveying party(ies) attached? () Yes (X) No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: Nereus Pharmaceuticals, Inc. Internal Address: Street Address: 10480 Wateridge Circle City: San Diego State: CA ZIP: 92121</p>
<p>3. Nature of conveyance:</p> <p>(X) Assignment () Security Agreement () Merger () Change of Name () Other:</p> <p>Execution Date: (List as in section 1 if multiple signatures) Inventors 1 & 2: March 4, 2004</p>	<p>Additional name(s) of receiving party(ies) attached? () Yes (X) No</p> <p>4. Application number(s) or Patent number(s):</p> <p>(X) Patent Application No.: 10/673,036 Filing Date: September 25, 2003</p> <p>Additional numbers attached? () Yes (X) No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Marc T. Morley KNOBBE MARTENS OLSON & BEAR LLP 2040 Main Street Fourteenth Floor Irvine, CA 92614 Customer No. 20,995 Return Fax: (949) 760-9502 Attorney's Docket No.: NEREUS.069A</p>	<p>6. Total number of applications and patents involved: 1</p> <p>7. Total fee (37 CFR 1.21(h)): \$40.00 (X) Authorized to be charged to deposit account</p> <p>8. Deposit account number: 11-1410</p> <p>Please charge this account for any additional fees which may be required, or credit any overpayment to this account.</p>
<p>9. Statement and signature.</p> <p>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.</p> <p><u>Marc T. Morley</u> Name of Person Signing</p> <p> Signature</p> <p><u>3/12/04</u> Date</p> <p><u>52,051</u> Registration No.</p> <p>Total number of pages including cover sheet, attachments and document: 3</p>	

Documents transmitted via Facsimile to be recorded with required cover sheet information to:

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P.O. Box 1450
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Facsimile Number: (703) 306-5995

Application No.: 10/673,036
Filing Date: September 25, 2003

PATENT
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Page 1

ASSIGNMENT

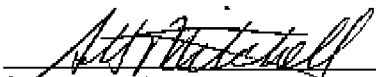
WHEREAS, We, Scott S. Mitchell, a citizen of the United States, residing at 3963 Eagle Street, #9, San Diego, California 92103, Benjamin Nicholson, a citizen of the United Kingdom, residing at 3936 Goldfinch Street, San Diego, CA 92103, have invented certain new and useful improvements in a MACROCYCLIC LACTAMS for which we have filed an application for Letters Patent in the United States, Application No. 10/673,036, Filed on September 25, 2003;

AND WHEREAS, NEREUS PHARMACEUTICALS, INC. (hereinafter "ASSIGNEE"), a California Corporation, with its principal place of business at 10480 Wateridge Circle, San Diego, CA 92121, desires to acquire the entire right, title, and interest in and to the said improvements and the said Application:

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, we, the said inventors, do hereby acknowledge that we 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 throughout the world in, to and under the said improvements, and the said application and all provisional applications relating thereto, and all divisions, renewals and continuations thereof, and all Letters Patent of the United States which may be granted thereon and all reissues and extensions thereof, and all rights of priority under International Conventions and applications for Letters Patent which may hereafter be filed for said improvements in any country or countries foreign to the United States, and all Letters Patent which may be granted for said improvements in any country or countries foreign to the United States and all extensions, renewals and reissues thereof; and we hereby authorize and request the Commissioner of Patents of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents on applications as aforesaid, to issue all Letters Patent for said improvements to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said improvements, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing and reissue 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 patent protection for said improvements in all countries.

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 4 day of March, 2004.




Scott S. Mitchell

STATE OF California }
 } ss.
COUNTY OF San Diego }

On March 4, 2004, before me, Rahim Salehpour, personally appeared Scott S. Mitchell personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity(ies), and that by his signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]



Notary Signature

