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OMB No. 0651-0027 (exp. 6/30/2005)

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Andrew George Popplewell

2. Name and address of receiving party(ies)

Name: Wyeth

Internal Address: Patent Law - 2B

Street Address: Five Giralda Farms

City: Madison State: NJ Zip: 07940

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: 05/08/2003

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

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

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

A. Patent Application No.(s) 10/428,894

B. Patent No.(s) _____

Additional numbers attached? Yes No

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

Name: Elizabeth M. Barnhard

Internal Address: Patent Law 2B

Street Address: Five Giralda Farms

City: Madison State: NJ Zip: 07940

6. Total number of applications and patents involved:

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

- Enclosed
- Authorized to be charged to deposit account

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9. Signature.

Elizabeth M. Barnhard
Name of Person Signing

Elizabeth M. Barnhard
Signature

5/27/04
Date

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Docket No: AM100788
Patent

For: U.S. and/or Foreign Rights
For: U.S. Application or U.S. Patent

Assignment of Invention

In consideration of the payment by ASSIGNEE to ASSIGNOR of good and valuable consideration, the receipt of which is hereby acknowledged,
ASSIGNOR:

(1) Full Name of Inventor: POPPLEWELL, Andrew George
Residence: 77 Grosvenor Road, Staines, Middlesex TW18 2RN, Great Britain
Citizenship: United Kingdom

(2) Full Name of Inventor:
Residence:
Citizenship:

(3) Full Name of Inventor:
Residence:
Citizenship:

(4) Full Name of Inventor:
Residence:
Citizenship:

(5) Full Name of Inventor:
Residence:
Citizenship:

(6) Full Name of Inventor:
Residence:
Citizenship:

hereby sells, assigns and transfers to ASSIGNEE:

Wyeth Holdings Corporation
Five Giralda Farms
Madison, New Jersey 07940

Docket No: AM100788

Patent

and the successors, assigns and legal representatives of the ASSIGNEE the entire right, title and interest for the United States and its territorial possessions and in all foreign countries, including all rights to claim priority, in and to the invention entitled:

CALICHEAMICIN DERIVATIVE - CARRIER CONJUGATES

and invented by ASSIGNOR and the following additional inventors, if any:

and which is found in

[check and complete (a), (b), (c), (d) or (e)]

- (a) U.S. patent application executed on even date herewith.
 (b) U.S. patent application executed on: May 2, 2003
 (c) U.S. provisional application, not yet filed, naming the above inventor(s) for the above-entitled invention
 Express mail label no.:
 (d) U.S. application Serial No. filed on:
 (e) U.S. Patent No. issued on:

[also check (f) if foreign application(s) is(are) also being assigned]

- (f) and any legal equivalent thereof in a foreign country,

including the right to claim priority, including any and all improvements disclosed therein, and in and to all Letters Patent to be obtained for said invention by the above application or any subsequently filed provisional, nonprovisional, continuation, divisional, renewal, or substitute thereof, and as to Letters Patent any reissue or re-examination thereof.

ASSIGNOR hereby covenants that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment.

ASSIGNOR authorizes ASSIGNEE to make applications for and to receive Letters patent for said invention in any of said countries in its own name, or in ASSIGNOR's name, at its election.

ASSIGNOR covenants and agrees to execute or procure any further necessary assurance of the title to said invention and any Letters Patent which may issue therefor and to, at any time, upon the request and at the expense of ASSIGNEE deliver any testimony in any interference, litigation or proceeding related thereto and execute all papers that may be necessary or desirable to perfect the title to said invention or any Letters Patent which may be granted therefor in ASSIGNEE, its successors, assigns or other legal representatives, and that to, at any time, upon the request and at the expense of ASSIGNEE execute any continuation, continuation-in-part, divisional, renewal or substitute thereof, and as to Letters Patent and reissue or re-examination thereof, or any other additional applications of Letters Patent for said invention or any part thereof, all of which applications and any Letters Patent issuing thereon are hereby assigned to ASSIGNEE, and will make all rightful oaths or declarations, and do all lawful acts requisite for procuring the same therein, without further compensation, but at the expense of ASSIGNEE, its successors, assigns or other legal representatives.

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