

11-14-2003



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102599968



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

1. Name of conveying party(ies): 11-6-03
1) Phillip D. COOK, Ph.D.; 2) Guangyi WANG, Ph.D.; 3) Thomas W. BRUICE, M.D.; 4) Nicholas A. BOYLE, Ph.D.; 5) Janet M. LEEDS, Ph.D.; 6) Jennifer L. BROOKS; 7) Marija PRHAVC, Ph.D.; 8) Maria E. ARIZA, M.D.; 9) Patrick C. FAGAN, B.A.; 10) Yi JIN; 11) Vivek K. RAJWANSHI, Ph.D.; and 12) Kathleen D. TUCKER, B.A.
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: BIOTA, INC.
Internal Address: _____
Street Address: 2232 Rutherford Road
City: Carlsbad
State: CA Zip: 92008
Additional name(s) & address(es) attached: Yes No

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: 04/10/03
1) 04/10/03, 2) 04/10/03, 3) 04/10/03, 4) 04/10/03, 5) 04/10/03, 6) 04/10/03, 7) 04/10/03, 8) 04/10/03, 9) 04/10/03, 10) 04/10/03, 11) 04/10/03, 12) 04/10/03

4. Application number(s) or patent number(s):
If this document is being filed together with a new application, the execution date of the new application is: _____
A. Patent Application No.(s): 10/376,654
B. Patent No.(s): _____
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Emily C. Tongco
MORRISON & FOERSTER LLP
Internal Address: Atty. Dkt.: 524312000400
Street Address: 3811 Valley Centre Drive, Suite 500
City: San Diego State: CA Zip: 92130

6. Total number of applications and patents involved: 1
7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account
 Authorized to be charged to credit card (Form 2038 enclosed)
8. Deposit account number: 03-1952
(Attach duplicate copy of this page if paying by deposit account)

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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.
Emily C. Tongco - 46,473 Emily Tongco November 6, 2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and documents: 10

ASSIGNMENT BY INVENTORS

THIS ASSIGNMENT, made by Phillip D. COOK, Ph.D.; Guangyi WANG, Ph.D.; Thomas W. BRUICE, M.D.; Nicholas A. BOYLE, Ph.D.; Janet M. LEEDS, Ph.D.; Jennifer L. BROOKS; Marija PRHAVC, Ph.D.; M. E. ARIZA, M.D.; Patrick C. FAGAN, B.A.; Yi JIN; Vivek K. RAJWANSHI, Ph.D.; and Kathleen D. TUCKER, B.A. (hereinafter referred to as Assignors), residing at 5237 Olive Hill Road, Fallbrook, California 92028; 5066 Millay Court, Carlsbad, California 92008; 6880 Shearwaters Drive, Carlsbad, California 92009; 1715 Greentree Road, Encinitas, California 92024; 443 Dunsmore Court, Encinitas, California 92024; 1352 Ahlrich Avenue, Encinitas, California 92024; 1122 Cambria Way, Encinitas, California 92024; 1123 Calistoga Way, San Marcos, California 92078; 714 Calle Montera, Escondido, California 92025; 3643 Barranca Court, Carlsbad, California 92008; 1920 Wellington Lane #159, Vista, California 92983; and 714 Calle Montera, Escondido, California 92025, respectively;

WHEREAS, Assignors have invented certain new and useful improvements in NUCLEOTIDE MIMICS AND THEIR PRODRUGS, set forth in a Patent application for Letters Patent of the United States, already filed on February 28, 2003 as U.S. application No. 10/376,654; and

WHEREAS, BIOTA, INC., a Corporation organized under and pursuant to the laws of Delaware having its principal place of business at 2232 Rutherford Road, Carlsbad, California 92008 (hereinafter referred to as Assignee), is desirous of acquiring the entire right, title and interest in and to said inventions and said Application for Letters Patent of the United States, and in and to any Letters Patent of the United States to be obtained therefore and thereon.

NOW, THEREFORE, in consideration of One Dollar (\$1.00) and other good and sufficient consideration, the receipt of which is hereby acknowledged, Assignors have sold, assigned, transferred and set over, and by these presents do sell, assign, transfer and set over, unto Assignee, its successors, legal representatives and assigns, the entire right, title and interest in and to the above-mentioned inventions and application for Letters Patent, and in and to any and all direct and indirect divisions, continuations and continuations-in-part of said application, and any

and all Letters Patent in the United States and all foreign countries which may be granted therefore and thereon, and reissues, reexaminations and extensions of said Letters Patent, and all rights under the International Convention for the Protection of Industrial Property, the same to be held and enjoyed by Assignee, for its own use and benefit and the use and benefit of its successors, legal representatives and assigns, to the full end of the term or terms for which Letters Patent may be granted and/or extended, as fully and entirely as the same would have been held and enjoyed by Assignors, had this sale and assignment not been made.

AND for the same consideration, Assignors hereby represent and warrant to Assignee, its successors, legal representatives and assigns, that, at the time of execution and delivery of these presents, except for any rights, titles and/or interests that have arisen to Assignee under law or that have already been transferred to Assignee, Assignors are the sole and lawful owners of the entire right, title and interest in and to the said inventions and application for Letters Patent above-mentioned, and that the same are unencumbered and that Assignors have good and full right and lawful authority to sell and convey the same in the manner herein set forth.

AND for the same consideration, Assignors hereby covenant and agree to and with Assignee, its successors, legal representatives and assigns, that Assignors will sign all papers and documents, take all lawful oaths and do all acts necessary or required to be done for the procurement, maintenance, enforcement and defense of any Letters Patent and applications for Letters Patent for said inventions, without charge to Assignee, its successors, legal representatives and assigns, whenever counsel of Assignee, or counsel of its successors, legal representatives and assigns, shall advise: that any proceeding in connection with said inventions, or said Patent application for Letters Patent, or any proceeding in connection with any Letters Patent or applications for Letters Patent for said inventions in any country, including but not limited to interference proceedings, is lawful and desirable; or, that any division, continuation or continuation-in-part of any application for Letters Patent, or any reissue, reexamination or extension of any Letters Patent, to be obtained thereon, is lawful and desirable.

AND Assignors hereby request the Commissioner of Patent and Trademarks to issue said Letters Patent of the United States to Assignee, as Assignee of said inventions and the Letters

Patent to be issued thereon, for the sole use and benefit of Assignee, its successors, legal representatives and assigns.

AND Assignors hereby grant the following individuals the power to insert on this Assignment any further identification which may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document:

MORRISON & FOERSTER LLP

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Erwin J. Basinski	34,773	Carol Gruppi	37,341	Martin Noonon	44,264
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Robert K. Cerpa	39,933	Jill Jacobsen	40,030	Kevin R. Spivak	43,148
Alex Chartove	31,942	Wayne C. Jaechke	38,503	Shannon Thomas	52,285
Peng Chen	43,543	Madeline I. Johnston	36,174	Thomas L. Treffert	48,279
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Raj S. Dave'	42,465	Richard C. Kim	40,046	E. Thomas Wheelock	28,825
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Karen B. Dow	29,684	Kawai Lau	44,461	Frank Wu	41,386
Stephen C. Durant	31,506	Otis Littlefield	48,751	David Yang	44,415
Christopher B. Eide	48,375	Hugh H. Matsubayashi	43,779	Peter J. Yim	44,417
Carolyn A. Favorito	39,183	Michael J. Mauriel	44,226	Karen Zachow	46,332
David L. Fehrman	28,600	Mika Mayer	47,777	Jie Zhou	52,395
Hector G. Gallegos	40,614	Gladys H. Monroy	32,430		

AND Assignors acknowledge an obligation of assignment of this invention to Assignee at the time the invention was made.

Phillip D. Cook

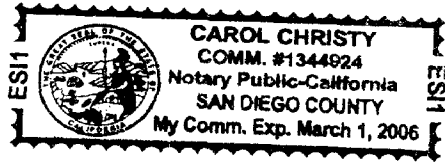
Phillip D. Cook, Ph.D.

State of California)
County of SAN DIEGO) ss.
)

On APRIL 10, 2003, before me, CAROL CHRISTY, personally appeared Phillip D. Cook, Ph.D. personally known to me 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/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature 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.

Carol Christy



Guangyi Wang
Guangyi Wang, Ph.D.

State of California)
County of SAN DIEGO) ss.
)

On APRIL 10, 2003, before me, CAROL CHRISTY, personally appeared Guangyi Wang, Ph.D. personally known to me 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/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature 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.

Carol Christy



Thomas W. Bruce
Thomas W. Bruce, M.D.

State of California)
County of SAN DIEGO) ss.
)

On APRIL 10, 2003 before me, CAROL CHRISTY, personally
appeared Thomas W. Bruce, M.D. personally known to me 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/she/they executed the
same in his/her/their authorized capacity(ies), and that by his/her/their signature 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.

Carol Christy



Nicholas A. Boyle
Nicholas A. Boyle, Ph.D.

State of California)
County of SAN DIEGO) ss.
)

On APRIL 10, 2003, before me, CAROL CHRISTY, personally
appeared Nicholas A. Boyle, Ph.D. personally known to me 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/she/they executed the
same in his/her/their authorized capacity(ies), and that by his/her/their signature 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.

Carol Christy



J. M. Leeds
Janet M. Leeds, Ph.D.

State of California)
County of SAN DIEGO) ss.
)

On APRIL 10, 2003, before me, CAROL CHRISTY, personally appeared Janet M. Leeds, Ph.D. personally known to me 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/she/they~~ executed the same in ~~his/her/their~~ authorized capacity(ies), and that by ~~his/her/their~~ signature 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.
Carol Christy



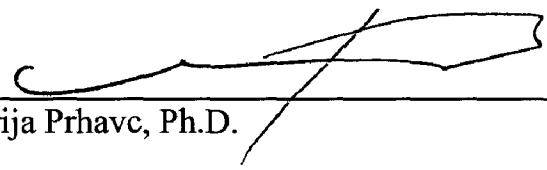
Jennifer L. Brooks
Jennifer L. Brooks

State of California)
County of SAN DIEGO) ss.
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WITNESS my hand and official seal.
Carol Christy



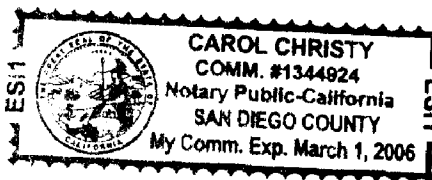

Marija Prhvc, Ph.D.

State of California)
County of SAN DIEGO) ss.
)

On APR 10, 2003, before me, Carol Christy, personally appeared Marija Prhvc, Ph.D. personally known to me 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/she/they~~ executed the same in ~~his/her/their~~ authorized capacity(ies), and that by ~~his/her/their~~ signature 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.

Carol Christy



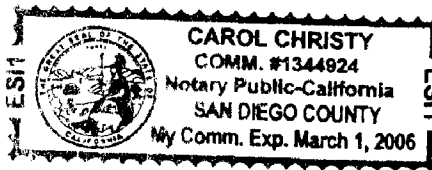
Maria E. Ariza
M. E. Ariza, M.D.

State of California)
County of SAN DIEGO) ss.
)

On APR 10, 2003, before me, Carol Christy, personally appeared M. E. Ariza, M.D. personally known to me 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/she/they~~ executed the same in ~~his/her/their~~ authorized capacity(ies), and that by ~~his/her/their~~ signature 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.

Carol Christy



Patrick C. Fagan
Patrick C. Fagan, B.A.

State of California)
County of SAN DIEGO) ss.
)

On APRIL 10, 2003, before me, Carol Christy, personally appeared Patrick C. Fagan, B.A. personally known to me 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/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature 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.

Carol Christy



Yi Jin
Yi Jin

State of California)
County of SAN DIEGO) ss.
)

On APRIL 10, 2003, before me, Carol Christy, personally appeared Yi Jin personally known to me 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/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature 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.

Carol Christy



Kumar

Vivek K. Rajwanshi, Ph.D.

State of California)
County of SAN DIEGO) ss.
)

On APRIL 10, 2003, before me, *Carol Christy*, personally appeared Vivek K. Rajwanshi, Ph.D. personally known to me 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/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature 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.

Carol Christy



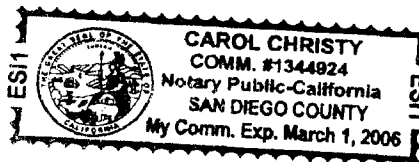
Kathleen D. Tucker
Kathleen D. Tucker, B.A.

State of California)
County of SAN DIEGO) ss.
)

On APRIL 10, 2003, before me, *Carol Christy*, personally appeared Kathleen D. Tucker, B.A. personally known to me 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/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature 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.

Carol Christy



sd-140899