



Attorney Docket No. 40853-01-5050  
(NEO00180)

### ASSIGNMENT

**WHEREAS**, we, **Shawn DeFrees, David Zopf, Robert Bayer, Caryn Bowe, David Hakes**, respectively citizens of the United States; and **Xi Chen**, a citizen of the People's Republic of China, with respective post office addresses of 126 Filly Drive, North Wales, PA 19454; 560 W. Beechtree Lane, Wayne, PA 19087; 6105 Dirac Street, San Diego, CA 92122; 276 Cherry Lane, Doylestown, PA 18901; 14 Fern Avenue, Willow Grove, PA 19090 and 107 Whitney Place, Lansdale, PA 19446, hereinafter generally referred to as "ASSIGNORS," have invented a certain new and useful

### **REMODELING AND GLYCOCONJUGATION OF PEPTIDES**

for which we have executed a United States patent application, Application No. 10/492,261, filed October 9, 2002, and

**ASSIGNORS** authorize **ASSIGNEE** or **ASSIGNEE's** representative to insert the Application Number and Filing date of this application if they are unknown at the time of execution of this Assignment.

**WHEREAS, Neose Tehnologies, Inc.**, a corporation having a place of business at 102 Witmer Road, Horsham, PA 19044, hereinafter generally referred to as "**ASSIGNEE**", is desirous of acquiring said invention and said patent application.

**NOW, THEREFORE**, in consideration of the sum of One Dollar and other good and valuable executed consideration, the full receipt and sufficiency of all of which are hereby acknowledged and intending to be legally bound hereby, we, the undersigned **ASSIGNORS**, hereby agree to sell, assign, transfer and convey and by these presents do sell, assign, transfer and convey unto the above-named **ASSIGNEE**, the whole and entire right, title and interest

in and to said invention as described in the above patent application, for the territory of the United States and its possessions and territories and all foreign countries;

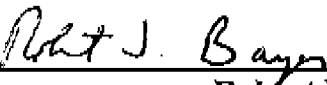
in and to the above patent application and any and all related United States and foreign patent applications disclosing said invention, including provisionals, non-provisionals, divisions and continuations thereof, along with all rights of priority created by said patent application under any treaty relating thereto; and

in and to all United States and foreign patents which may be granted on any and all of said patent applications, including extensions, reissues and reexamination certificates thereof;

said invention, application(s) and patent(s) to be held and enjoyed by the above-named ASSIGNEE, for ASSIGNEE's own use and benefit, and for ASSIGNEE's legal representatives and assigns to the full end of the term or terms for which said patent(s) may be granted, as fully and entirely as the same would have been held by the undersigned ASSIGNORS had this assignment and sale not been made; and for the aforesaid consideration ASSIGNORS hereby covenant, agree and undertake to execute, whenever requested by the above-named ASSIGNEE, all patent applications, assignments, lawful oaths and any other papers which ASSIGNEE may deem necessary or desirable for securing to ASSIGNEE or for maintaining for ASSIGNEE all the patent(s) hereby assigned or agreed to be assigned; all without further compensation to the undersigned ASSIGNORS.

4/1/2004  
(Date)  (Seal)  
Shawn DeFrees

4/1/2004  
(Date)  (Seal)  
David Zopf

4/1/2004  
(Date)  (Seal)  
Robert Bayer

(Date) 4/1/2004  (Seal)  
Caryn Bowe

(Date) 4/1/2004  (Seal)  
David Hakes

(Date) \_\_\_\_\_ (Seal)  
Xi Chen

STATE OF Pennsylvania :  
 : ss.  
COUNTY OF Montgomery :

Before me, a notary public in and for the State and County aforesaid, on this 1 day of April, 2004, personally appeared **Shawn DeFrees**, who being to me personally known, and who having first executed the foregoing instrument in my presence and have been by me first duly sworn, did acknowledge the foregoing instrument as his free deed and act, signed, sealed and delivered by him for the purpose therein stated and intending to be legally bound thereby and intending that said instrument be recorded.

Suzanne Gannon  
Notary Public

My Commission Expires:



STATE OF Pennsylvania :  
 : ss.  
COUNTY OF Montgomery :

Before me, a notary public in and for the State and County aforesaid, on this 1 day of April, 2004, personally appeared **David Zopf**, who being to me personally known, and who having first executed the foregoing instrument in my presence and have been by me first duly sworn, did acknowledge the foregoing instrument as his free deed and act, signed, sealed and delivered by him for the purpose therein stated and intending to be legally bound thereby and intending that said instrument be recorded.

Suzanne Gannon  
Notary Public

My Commission Expires:

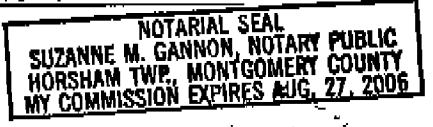


STATE OF Pennsylvania :  
COUNTY OF Montgomery : ss.

Before me, a notary public in and for the State and County aforesaid, on this 1 day of April, 2004, personally appeared **Robert Bayer**, who being to me personally known and who having first executed the foregoing instrument in my presence and have been by me first duly sworn, did acknowledge the foregoing instrument as his free deed and act, signed, sealed and delivered by him for the purpose therein stated and intending to be legally bound thereby and intending that said instrument be recorded.

Suzanne Gannon  
Notary Public

My Commission Expires:

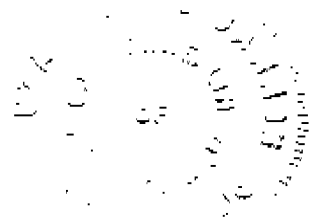


STATE OF Pennsylvania :  
COUNTY OF Montgomery : ss.

Before me, a notary public in and for the State and County aforesaid, on this 1 day of April, 2004, personally appeared **Caryn Bowe**, who being to me personally known and who having first executed the foregoing instrument in my presence and have been by me first duly sworn, did acknowledge the foregoing instrument as his free deed and act, signed, sealed and delivered by him for the purpose therein stated and intending to be legally bound thereby and intending that said instrument be recorded.

Suzanne Gannon  
Notary Public

My Commission Expires:



STATE OF Pennsylvania :  
 : ss.  
COUNTY OF Montgomery :

Before me, a notary public in and for the State and County aforesaid, on this 1 day of April, 2004, personally appeared **David Hakes**, who being to me personally known and who having first executed the foregoing instrument in my presence and have been by me first duly sworn, did acknowledge the foregoing instrument as his free deed and act, signed, sealed and delivered by him for the purpose therein stated and intending to be legally bound thereby and intending that said instrument be recorded.

Suzanne Gannon  
Notary Public

My Commission Expires:



STATE OF \_\_\_\_\_ :  
 : ss.  
COUNTY OF \_\_\_\_\_ :

Before me, a notary public in and for the State and County aforesaid, on this \_\_\_ day of \_\_\_\_\_, 2004, personally appeared **Xi Chen**, who being to me personally known, and who having first executed the foregoing instrument in my presence and have been by me first duly sworn, did acknowledge the foregoing instrument as his free deed and act, signed, sealed and delivered by him for the purpose therein stated and intending to be legally bound thereby and intending that said instrument be recorded.

\_\_\_\_\_  
Notary Public

My Commission Expires:

Attorney Docket No. 40853-01-5050  
(NEO00180)

### ASSIGNMENT

**WHEREAS**, we, **Shawn DeFrees, David Zopf, Robert Bayer, Caryn Bowe, David Hakes**, respectively citizens of the United States; and **Xi Chen**, a citizen of the People's Republic of China, with respective post office addresses of 126 Filly Drive, North Wales, PA 19454; 560 W. Beechtree Lane, Wayne, PA 19087; 6105 Dirac Street, San Diego, CA 92122; 276 Cherry Lane, Doylestown, PA 18901; 14 Fern Avenue, Willow Grove, PA 19090 and 107 Whitney Place, Lansdale, PA 19446, hereinafter generally referred to as "ASSIGNORS," have invented a certain new and useful

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**WHEREAS**, **Neose Tehnologies, Inc.**, a corporation having a place of business at 102 Witmer Road, Horsham, PA 19044, hereinafter generally referred to as "ASSIGNEE", is desirous of acquiring said invention and said patent application.

**NOW, THEREFORE**, in consideration of the sum of One Dollar and other good and valuable executed consideration, the full receipt and sufficiency of all of which are hereby acknowledged and intending to be legally bound hereby, we, the undersigned **ASSIGNORS**, hereby agree to sell, assign, transfer and convey and by these presents do sell, assign, transfer and convey unto the above-named **ASSIGNEE**, the whole and entire right, title and interest

in and to said invention as described in the above patent application, for the territory of the United States and its possessions and territories and all foreign countries;

in and to the above patent application and any and all related United States and foreign patent applications disclosing said invention, including provisionals, non-provisionals, divisions and continuations thereof, along with all rights of priority created by said patent application under any treaty relating thereto; and

in and to all United States and foreign patents which may be granted on any and all of said patent applications, including extensions, reissues and reexamination certificates thereof;

said invention, application(s) and patent(s) to be held and enjoyed by the above-named ASSIGNEE, for ASSIGNEE's own use and benefit, and for ASSIGNEE's legal representatives and assigns to the full end of the term or terms for which said patent(s) may be granted, as fully and entirely as the same would have been held by the undersigned ASSIGNORS had this assignment and sale not been made; and for the aforesaid consideration ASSIGNORS hereby covenant, agree and undertake to execute, whenever requested by the above-named ASSIGNEE, all patent applications, assignments, lawful oaths and any other papers which ASSIGNEE may deem necessary or desirable for securing to ASSIGNEE or for maintaining for ASSIGNEE all the patent(s) hereby assigned or agreed to be assigned; all without further compensation to the undersigned ASSIGNORS.

(Date) \_\_\_\_\_ (Seal)  
**Shawn DeFrees**

(Date) \_\_\_\_\_ (Seal)  
**David Zopf**

(Date) \_\_\_\_\_ (Seal)  
**Robert Bayer**

(Date) \_\_\_\_\_ (Seal)  
**Caryn Bowe**

(Date) \_\_\_\_\_ (Seal)  
**David Hakes**

(Date) 04/06/2004 Chen Xi (Seal)  
**Xi Chen**



STATE OF \_\_\_\_\_ :  
: ss.  
COUNTY OF \_\_\_\_\_ :

Before me, a notary public in and for the State and County aforesaid, on this \_\_\_ day of \_\_\_\_\_, 2004, personally appeared **Shawn DeFrees**, who being to me personally known, and who having first executed the foregoing instrument in my presence and have been by me first duly sworn, did acknowledge the foregoing instrument as his free deed and act, signed, sealed and delivered by him for the purpose therein stated and intending to be legally bound thereby and intending that said instrument be recorded.

\_\_\_\_\_  
**Notary Public**

My Commission Expires:

STATE OF \_\_\_\_\_ :  
: ss.  
COUNTY OF \_\_\_\_\_ :

Before me, a notary public in and for the State and County aforesaid, on this \_\_\_ day of \_\_\_\_\_, 2004, personally appeared **David Zopf**, who being to me personally known, and who having first executed the foregoing instrument in my presence and have been by me first duly sworn, did acknowledge the foregoing instrument as his free deed and act, signed, sealed and delivered by him for the purpose therein stated and intending to be legally bound thereby and intending that said instrument be recorded.

\_\_\_\_\_  
**Notary Public**

My Commission Expires:

STATE OF \_\_\_\_\_ :  
: ss.  
COUNTY OF \_\_\_\_\_ :

Before me, a notary public in and for the State and County aforesaid, on this \_\_\_ day of \_\_\_\_\_, 2004, personally appeared **Robert Bayer**, who being to me personally known, and who having first executed the foregoing instrument in my presence and have been by me first duly sworn, did acknowledge the foregoing instrument as his free deed and act, signed, sealed and delivered by him for the purpose therein stated and intending to be legally bound thereby and intending that said instrument be recorded.

\_\_\_\_\_  
**Notary Public**

My Commission Expires:

STATE OF \_\_\_\_\_ :  
: ss.  
COUNTY OF \_\_\_\_\_ :

Before me, a notary public in and for the State and County aforesaid, on this \_\_\_ day of \_\_\_\_\_, 2004, personally appeared **Caryn Bowe**, who being to me personally known, and who having first executed the foregoing instrument in my presence and have been by me first duly sworn, did acknowledge the foregoing instrument as his free deed and act, signed, sealed and delivered by him for the purpose therein stated and intending to be legally bound thereby and intending that said instrument be recorded.

\_\_\_\_\_  
**Notary Public**

My Commission Expires:

STATE OF \_\_\_\_\_ :  
: ss.  
COUNTY OF \_\_\_\_\_ :

Before me, a notary public in and for the State and County aforesaid, on this \_\_\_ day of \_\_\_\_\_, 2004, personally appeared **David Hakes**, who being to me personally known, and who having first executed the foregoing instrument in my presence and have been by me first duly sworn, did acknowledge the foregoing instrument as his free deed and act, signed, sealed and delivered by him for the purpose therein stated and intending to be legally bound thereby and intending that said instrument be recorded.

\_\_\_\_\_  
Notary Public

My Commission Expires:

STATE OF CALIFORNIA :  
: ss.  
COUNTY OF YOLO :

Before me, a notary public in and for the State and County aforesaid, on this 6<sup>th</sup> day of APRIL, 2004, personally appeared **Xi Chen**, who being to me personally known, and who having first executed the foregoing instrument in my presence and have been by me first duly sworn, did acknowledge the foregoing instrument as his free deed and act, signed, sealed and delivered by him for the purpose therein stated and intending to be legally bound thereby and intending that said instrument be recorded.

\_\_\_\_\_  
Notary Public

My Commission Expires: 12/21/2007

