

Form PTO-1595
(Rev. 10/02)

**RECORDATION FORM COVER SHEET
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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):
Prakash Jagtap
William Williams
Alexander Nivorozhkin
Csaba Szabo
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Inotek Pharmaceuticals Corporation

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Street Address: 100 Cummings Center, Suite 412G

Execution Date: 6/24/04; 6/24/04; 6/17/04; 6/22/04

City: Beverly State: MA Zip: 01915
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) 10/788,228
Filed February 26, 2004

B. Patent No.(s)
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Wilmer Cutler Pickering Hale and Dorr LLP
Internal Address: Matthew E. Langer

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

Street Address: 300 Park Avenue
City: New York State: NY Zip: 10022

8. Deposit account number:
08-0219
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.
Matthew E. Langer
Name (Reg. No.36,343)

Matthew E. Langer,
Reg. No. 36,343
Signature
July 12, 2004
Date

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

CH \$40.00 080219 10788228

Attorney Docket No.: 289591.123-US2

ASSIGNMENT

WHEREAS, we, Prakash Jagtap, residing at 198 Bridge Street, Beverly, MA 01915 USA; William Williams, residing at 14 Newmarch Street, Ipswich, MA 01928; Alexander Nivorozhkin, residing at 118 Dent Street, West Roxbury, MA 02132 USA; and Csaba Szabo, residing at 30 Starknaught Heights, Gloucester, MA 01930 USA; citizens of India, the United States of America, the United States of America, and Hungary, respectively, are inventors of certain new and useful inventions and discoveries, for which patent application entitled "TETRACYCLIC BENZAMIDE DERIVATIVES AND METHODS OF USE THEREOF" was filed with the United States Patent and Trademark Office as U.S. Serial No. 10/788,228, on February 26, 2004; and

WHEREAS, Inotek Pharmaceuticals Corporation, having its principal office at 100 Cummings Center, Suite 412G, Beverly, MA 01915 USA, together with its successors and assigns is hereinafter called "ASSIGNEE," is desirous of acquiring the title, rights, benefits, and privileges hereinafter recited;

NOW, THEREFORE, for good and valuable consideration furnished by ASSIGNEE to us, receipt and sufficiency of which we hereby acknowledge, we hereby, without reservations:

1. Assign, transfer, and convey to ASSIGNEE our entire right, title, and interest in and to said inventions and discoveries, said applications for Letters Patent, any and all other applications for Letters Patent on said inventions and discoveries in whatsoever countries, including all provisional, nonprovisional, divisional, renewal, substitute, continuation, continuation-in-part, continued prosecution applications, and convention applications based in whole, or in part, upon said inventions or discoveries, or upon said applications, and any and all Letters Patents, reissues, reexaminations, and extensions of Letters Patent granted for said inventions and discoveries or upon said applications, and every priority right that is or may be predicated upon, or arise from, said inventions, said discoveries, said applications, and said Letters Patent;

2. Authorize ASSIGNEE to file patent applications in any or all countries on any or all of said inventions and discoveries in our names or in the name of ASSIGNEE or otherwise as ASSIGNEE may deem advisable, under International Conventions or otherwise;

3. Authorize and request the Commissioner of Patents and Trademarks of the United States of America and the empowered officials of all other governments throughout the world to issue or transfer all said Letters Patents to ASSIGNEE, as assignee of the entire right, title, and interest therein or otherwise as ASSIGNEE may direct;

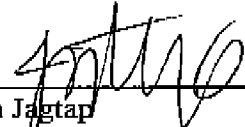
4. Warrant that we have not knowingly conveyed to others any right in said inventions, discoveries, applications, or patents, or any license to use the same, or to make, use, or sell anything embodying or utilizing any of said inventions or discoveries; and that we have good right to assign the same to ASSIGNEE without encumbrance;

5. Bind our heirs, legal representatives, and assigns, as well as ourselves, to do, upon ASSIGNEE's request and at ASSIGNEE's expense, but without additional consideration to us or them, all acts reasonably serving to assure that said inventions and discoveries, said patent applications, and said

Assignment
U.S. Serial No.: 10/788,228
Filed: February 26, 2004

Letters Patents shall be held and enjoyed by ASSIGNEE as fully and entirely as the same could have been held and enjoyed by us, our heirs, legal representatives, and assigns if this Assignment had not been made; and particularly to execute and deliver to ASSIGNEE all lawful application documents including petitions, specifications, and oaths, and all assignments, disclaimers, and lawful affidavits in form and substance as may be requested by ASSIGNEE; and to communicate to ASSIGNEE all facts known to us relating to said inventions and discoveries or the history thereof, and to testify as to the same in any court or proceeding; and to furnish ASSIGNEE any and all documents, photographs, models, samples, and other physical exhibits in our control or in the control of our heirs, legal representatives, or assigns which may be useful for establishing the facts of our conceptions, disclosures, and reduction to practice of said inventions and discoveries.

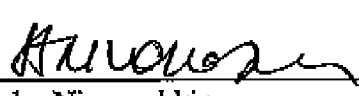
IN TESTIMONY WHEREOF, we have hereunto set our hand and seal.

Date: 6/24/04 Signature of Inventor: 
Prakash Jagtap


Witness printed name : NORMA GRANT
Witness signature : Norma Grant
Witness address : 100 Cummings Ctr. Beverly, MA
01915

Date: 6/24/04 Signature of Inventor: 
William Williams

Witness printed name : NORMA GRANT
Witness signature : Norma Grant
Witness address : 100 Cummings Ctr. Beverly, MA
01915

Date: 06/17/04 Signature of Inventor: 
Alexander Nivorozhkin

Witness printed name : IRENE LERMAN
Witness signature : Irene Lerman
Witness address : 12 A Still St, Brookline, MA
02446

Date: 6/22/04 Signature of Inventor: 
Csaba Szabo

Witness printed name : NORMA GRANT
Witness signature : Norma Grant
Witness address : 100 Cummings Ctr Beverly MA
01915