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Ira S. Cohen, Peter Brink

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A. Patent Application No.(s) Serial No. 10/342,506; filed January 15, 2003

B. Patent No.(s) _____

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Name: Peter J. Phillips
Internal Address: _____
Street Address: Cooper & Dunham LLP
1185 Avenue of the Americas
City/State/Zip: New York, New York 10036

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Ira S. Cohen, Peter Brink

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Assignment

In consideration of One Dollar (\$1.00), and other good and valuable considerations, the receipt of which is hereby acknowledged, WE, the undersigned,

Ira S. Cohen, residing at 23 Hawks Nest Road, Stony Brook, NY 11790; and
Peter Brink, residing at 101 Dyke Road, Setauket, NY 11733

Hereby sell, assign and transfer to Research Foundation of State University,
of New York at Stony Brook a corporation of the State of
New York having a place of business at Stony Brook, New York 11794
in the County of Suffolk and State of New York
its successors, assigns and legal representatives, the entire right, title and interest
for all countries, in and to any and all inventions which are disclosed and claimed,
and any and all inventions which are disclosed but not claimed, in the application for
United States Patent, which has been executed by the undersigned on
and is entitled

MESENCHYMAL STEM CELLS AS A VEHICLE
FOR ION CHANNEL TRANSFER IN SYNCYTIAL STRUCTURES

which application was filed on January 15, 2003 and assigned Serial No. 10/342,506
and in and to said application and all divisional, continuing, substitute, renewal,
reissue, and all other applications for U.S. Letters Patent or other related property
rights in any and all foreign countries which have been or shall be filed on any of
said inventions disclosed in said application; and in and to all original and reissued
patents or related foreign documents which have been or shall be issued on said
inventions;

Authorize and request the Commissioner of Patents of the United States to issue
to said Assignee, the corporation above named, its successors, assigns and legal
representatives, in accordance with this assignment, any and all United States
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Agree that said Assignee may apply for and receive foreign Letters Patent or rights of any other kind for said inventions, or any of them; and may claim, in applications for said foreign Letters Patent or other rights, the priority of the aforesaid United States patent application under the provisions of the International Convention of 1883 and later modifications thereof, under the Patent Cooperation Treaty, under the European Patent Convention or under any other available international agreement; and that, when requested, without charge to, but at the expense of, said Assignee, its successors, assigns and legal representatives, to carry out in good faith the intent and purpose of this assignment, the undersigned or the undersigned's executors or administrators will, for the United States and all foreign countries, execute all divisional, continuing, substitute, renewal, reissue, and all other patent applications or other documents on any and all said inventions; execute all rightful oaths, assignments, powers of attorney and other papers; communicate to said Assignee, its successors, assigns and representatives, all facts known and documents available to the undersigned relating to said inventions and the history thereof; testify in all legal proceedings; and generally do everything possible which said Assignee, its successors, assigns or representatives shall consider desirable for aiding in securing, maintaining and enforcing proper patent protection for said inventions and for vesting title to said inventions and all applications for patents or related foreign rights and all patents on said inventions, in said Assignee, its successors, assigns and legal representatives; and

Covenant with said Assignee, its successors, assigns and legal representatives that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

Date: 5-02-03 20
Witness: Judy Samarel [signature]
JUDY SAMAREL [printed name]
80 FAIRVIEW RD [address]
MASSAPEQUA, NY 11758

Ira S. Cohen [L.S.]
Ira S. Cohen

Date: _____ 20
Witness: _____ [signature]
_____ [printed name]
_____ [address]

_____ [L.S.]