

VIA FACSIMILE (703 306 5995)

August 18, 2004

Attorney Docket No. 17811-017

CORRECTED RECORDATION FORM COVER SHEET
PATENTS ONLYFORM PTO-1595
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Modex Therapeutiques SA (executed 2/6/04)

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

3. Nature of conveyance:

- Assignment Merger
 Security Agreement Change of Name
 Other:

Please note that this Corrected Recordation Cover Sheet intends to correct the Assignor's name and Patent Number on the original Recordation Cover Sheet filed on February 10, 2004, and recorded at Reel/Frame 014964/0675. As shown on the attached assignment document, the correct Assignor is Modex Therapeutiques SA and the correct Patent Number is 6,673,603.

2. Name and address of receiving party(ies)

Name: EpiSource SA

Internal Address: Av. De Sevelin, 18-20,
1004 Lausanne, Switzerland

Street Address: (same as above)

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):

B. Patent No(s): 6,673,603

Additional numbers attached? Yes No5. Name and address of party to whom correspondence
Concerning document should be mailed:

Name: Ivor R. Elrifi, Ph.D.
 Address: MINTZ, LEVIN, COHN, FERRIS
 GLOVSKY and POPEO, P.C.
 One Financial Center
 Boston, MA 02111

6. Total number of applications and patents involved: [1]

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

- Enclosed
 The Commissioner is authorized to charge Deposit Account
 No: 50-0311, Reference No. 17811-017.

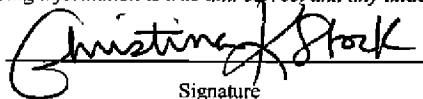
DO NOT USE THIS SPACE

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.

Christina K. Stock, Reg. No. 45,899

Name of Person Signing



Signature

8/18/04

August 18, 2004

Total number of pages including cover sheet, attachments, and document: [10]

Mail documents to be recorded with required cover sheet information to:

MAIL STOP ASSIGNMENT RECORDATION SERVICES
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 P.O. BOX 1450
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CH \$40.00 500311 6673603

7Express Mail Label No. EV312716343US

Date of Deposit: February 10, 2004

Attorney Docket No. 17811-999

**RECORDATION FORM COVER SHEET
PATENTS ONLY**

FORM PTO-1595
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Biocare Biotechnologie fur die Therapie GmbH (executed 2/6/04)

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

2. Name and address of receiving party(ies)

Name: EpiSource SA

Internal Address: Av. De Sevelin, 18-20,
1004 Lausanne, Switzerland

Street Address: (same as above)

3. Nature of conveyance:

 Assignment Security Agreement Other: Merger Change of NameAdditional 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):

B. Patent No(s): 5,968,546

Additional numbers attached? Yes No5. Name and address of party to whom correspondence
Concerning document should be mailed:

Name: Ivor R. Elrifi, Ph.D.
Address: MINTZ, LEVIN, COHN, FERRIS
GLOVSKY and POPEO, P.C.
One Financial Center
Boston, MA 02111

6. Total number of applications and patents involved: [1]

7. Total fee (37 CFR 3.41)

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 Enclosed The Commissioner is authorized to charge Deposit Account
No: 50-0311, Reference No. 17811-999.

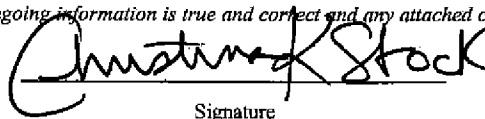
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9. Statement and signature

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Christina K. Stock, Reg. No. 45,899

Name of Person Signing



Signature

2/10/2004

February 10, 2004

Total number of pages including cover sheet, attachments, and document: [8]

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Alexandria, VA 22313-1450**

Express Mail Label No.: **EV312716900US**
Date of Deposit: **February 10, 2004**

Attorney Docket No.: 17811-999

ASSIGNMENT

Modex Therapeutiques SA, a corporation organized under the laws of **Switzerland** (now known as IsoTis SA^{1/}), having principal offices in Lausanne, **Switzerland** ("the ASSIGNOR"), the undersigned, for good and valuable consideration, the receipt of which is hereby acknowledged, hereby assigns, sells and transfers to **EpiSource SA**, a corporation organized under the laws of **Switzerland**, having principal offices at Av. De Sevelin, 18-20, 1004 Lausanne, **Switzerland**, and its successors, assigns and legal representatives, all hereinafter referred to as the ASSIGNEE: (1) the entire right, title and interest for the United States and in all countries, in and to any and all inventions, discoveries and applications which are disclosed in the patents and applications for patents as listed in Schedule A, including any renewals, revivals, reissues, reexaminations, extensions, continuations and divisions thereof and any substitute applications therefor; (2) the full and complete right to file patent applications in the name of the ASSIGNEE, its designee, or in the name of Modex Therapeutiques SA at the ASSIGNEE, or its designee's election, on the aforesaid inventions, discoveries and applications in all countries of the world; (3) the entire right, title and interest in and to any Letters Patents which may issue thereon in the United States or in any country, and any renewals, revivals, reissues, reexaminations and extensions thereof, and any patents of confirmation, registration and importation of the same; and (4) the entire right, title and interest in all Convention and Treaty Rights of all kinds thereon, including without limitation all rights of priority in any country of the world, in and to the above inventions, discoveries and applications.

Modex Therapeutiques SA hereby authorizes and requests the competent authorities to grant and to issue any and all such Letters Patent in the United States and throughout the world to the ASSIGNEE of the entire right, title and interest therein, as fully and entirely as the same would have been held and enjoyed by Modex Therapeutiques SA had this assignment, sale and transfer not been made.

Modex Therapeutiques SA agrees, at any time, upon the request of the ASSIGNEE, to execute and to deliver to the ASSIGNEE any additional applications for patents for said inventions and discoveries, or any part or parts thereof, and any applications for patents of confirmation, registration and importation based on any Letters Patent issuing on said inventions, discoveries, or applications and divisions, continuations, renewals, revivals, reissues, reexaminations and extensions thereof.

Modex Therapeutiques SA further agrees at any time to execute and to deliver upon request of the ASSIGNEE such additional documents, if any, as are necessary or desirable to secure patent protection on said inventions, discoveries and applications throughout all countries of the world, and otherwise to do the necessary to give full effect to and to perfect the rights of the ASSIGNEE under this Assignment, including the execution, delivery and procurement of any and all further documents evidencing this assignment, transfer and sale as may be necessary or desirable.

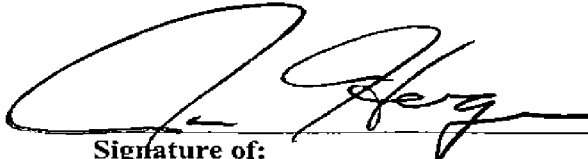
^{1/} As shown in Schedule B, the corporate name of Modex Therapeutiques SA has officially been changed to IsoTis SA.

Attorney Docket No.: 17811-999

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

Modex Therapeutiques SA further covenants that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said invention and said Letters Patent and legal equivalents as may be known and accessible to ASSIGNOR and will testify as to the same in any interference, litigation or proceeding related thereto and will promptly execute and deliver to ASSIGNEE or its legal representatives any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents thereof which may be necessary or desirable to carry out the purposes thereof.

Date: 2/6/04



Signature of:

Modex Therapeutiques S.A. (now known as IsoTis SA)


IN WITNESS WHEREOF



Signature of witness:

this 6th day of February 2004.
Date of signing

IN WITNESS WHEREOF,



Signature of witness:

this 6 day of February 2004.
Date of signing

Attorney Docket No.: 17811-999

SCHEDULE A

1. 17811-017 (M-17)
United States Patent No. 6,673,603
Entitled: "Methods and Compositions for Tissue Regeneration"
2. 17811-017 A (M-17 A)
United States Patent Application No. 60/299,003
Entitled: "Methods and Compositions for Tissue Regeneration"
3. 17811-017-004 (M-17 AU)
Australian Patent Application No. 2001286952
Entitled: "Methods and Compositions for Tissue Regeneration"
4. 17811-017-008 (M-17 CA)
Canadian Patent Application No. 2,426,107
Entitled: "Methods and Compositions for Tissue Regeneration"
5. 17811-017-019 (M-17 EP)
European Patent Application No. 01966441.6
Entitled: "Methods and Compositions for Tissue Regeneration"
6. 17811-017-061 (M-17 WO)
PCT Patent Application No. PCT/US01/27104
Entitled: "Methods and Compositions for Tissue Regeneration"
7. 17811-017 PRO (M-17 PRO)
United States Patent Application No. 60/230,286
Entitled: "Methods and Compositions for Tissue Regeneration"

Attorney Docket No.: 17811-999

SCHEDULE B

Registre Du Commerce Du Canton De Vaud

Entry for IsoTis SA (formerly known as Modex Therapeutiques SA)



REGISTRE DU COMMERCE DU CANTON DE VAUD

REGISTRE PRINCIPAL
Report du 31 mai 2000
No réf. H996/02550
N° féd. CH-550-0058431-2

ISOTIS SA

Société anonyme inscrite le 28 juin 1996

Réf.	Raison sociale	
1	Modex-Thérapeutiques S.A. (Modex-Therapeutik AG) (Modex-Therapeutics Ltd)	
2	MODEX THERAPEUTIQUES S.A. (MODEX THERAPEUTIK AG) (MODEX THERAPEUTICS Ltd)	
8	ISOTIS SA (ISOTIS AG) (ISOTIS Ltd)	
Siège		
1	Lausanne	
Adresse		
1	Rue du Bugnon 27	
2	Avenue de Sévelin 18-20	
Dates des statuts		
1	27.06.1996 10.04.2000	7 19.06.2002
2	12.05.2000	8 20.11.2002 09.12.2002
3	20.06.2000	9 20.12.2002
4	29.06.2000	10 22.04.2003
6	20.06.2001	11 09.05.2003
But, observations		
1	<u>But:</u> recherche, étude, développement, fabrication, promotion, vente et commercialisation de produits et substances dans le domaine de la thérapie cellulaire et génique.	
3	<u>But:</u> recherche, étude, développement, fabrication, promotion, vente, licence et commercialisation de produits, substances, procédés, appareils et technologies, notamment dans les domaines de l'engineering des tissus, de la thérapie cellulaire et de la thérapie génique.	
Organe de publication		
1	Feuille officielle suisse du commerce	

Réf.	Capital-actions		
	Nominal	Libéré	Actions
1	CHF 304'000	CHF 304'000	30'400 actions nominatives de CHF 10, avec restrictions quant à la transmissibilité.
3	CHF 12'870'000	CHF 12'870'000	1'287'000 actions nominatives de CHF 10, avec restrictions quant à la transmissibilité.
4	CHF 13'805'340	CHF 13'805'340	1'380'534 actions nominatives de CHF 10, avec restrictions quant à la transmissibilité.
6	CHF 13'805'340	CHF 13'805'340	13'805'340 actions nominatives de CHF 1, avec restrictions

Réf.	Capital-actions		
	Nominal	Libéré	Actions
8	CHF 38'968'248	CHF 38'968'248	quant à la transmissibilité- 38'968'248 actions nominatives de CHF 1, avec restrictions
9	CHF 41'039'872	CHF 41'039'872	quant à la transmissibilité- 41'039'872 actions nominatives de CHF 1, avec restrictions
10	CHF 41'221'760	CHF 41'221'760	quant à la transmissibilité- 41'221'760 actions nominatives de CHF 1, avec restrictions
11	CHF 41'588'457	CHF 41'588'457	quant à la transmissibilité- 41'588'457 actions nominatives de CHF 1, avec restrictions
Apports en nature, reprises de biens, avantages particuliers			
8	<u>Apport en nature:</u> selon contrat du 9 décembre 2002 : 17'973'506 actions d'EUR 0,04 d'IsoTis N.V., à Amsterdam (NL), pour CHF 25'162'908; en contrepartie, il est remis 25'162'908 actions nominatives de CHF 1.		
9	<u>Apport en nature:</u> selon contrat des 19 et 20 décembre 2002 : 1'479'732 actions d'EUR 0,04 d'IsoTis N.V., à Amsterdam (NL), pour CHF 2'071'624; en contrepartie, il est remis 2'071'624 actions nominatives de CHF 1.		
11	<u>Apport en nature:</u> selon contrat du 8 mai 2003 : 261'927 actions d'EUR 0,04 d'IsoTis N.V., à Amsterdam (NL), pour CHF 366'697; en contrepartie, il est remis 366'697 actions nominatives de CHF 1.		

Réf.			Administrateurs, organe de révision et personnes ayant qualité pour signer		
Inscr.	Mod.	Rad.	Nom et prénom, origine, domicile	Fonctions	Mode de signature
1		8	L'Epplattenier François, des Geneveys sur-Coffrane, à Hofstetten-Flüh	adm. président	signature collective à 2
1			Essinger Jacques, de Wald (AR), à Lutry	adm. délégué	signature collective à 2
1		m 10	Aebischer Patrick, de Heitenried, à Villette (Lavaux)	adm.	signature collective à 2
1		m 2	Besse Joël, de France, à Courbevoie (F)	adm.	signature collective à 2
1		8	Marduel Alix, des USA, à San Francisco (USA)	adm.	signature collective à 2
1		m 6	Atag Ernst & Young S.A., à Genève	réviseur	
	2	8	Besse Joël, de France, à Londres (GB)	adm.	signature collective à 2
2		5	Dunbar Jr. Georges W., des USA, à Los Gatos (USA)	adm.	signature collective à 2
2		8	Romy Claude, de Sorvilier, à Romanel-sur-Lausanne	adm.	signature collective à 2
2		10	Jones David, de Grande Bretagne, à Chavannes-de-Bégis		procuration collective à 2
6		8	Boucher Jean Pierre, de Belgique, à Montreux	adm.	signature collective à 2
	6		Ernst & Young SA, à Lancy	réviseur	
6			Hogan James, des USA, à Blue Bell (USA)	directeur	signature collective à 2
8			Brouwer Aart, des Pays-Bas, à Lucerne	adm. président	signature collective à 2
8		m 10	Hielkema Henje, des Pays-Bas, à Harmelen (Pays-Bas)	adm.	signature collective à 2
8		m 10	Zegelaar Rob, des Pays-Bas, à Londres (Grande-Bretagne)	adm.	signature collective à 2
8			Wolters Pieter, des Pays-Bas, à Utrecht (Pays-Bas)	directeur	signature collective à 2
	10		Aebischer Patrick, de Heitenried, à Villette (Lavaux)	adm.	

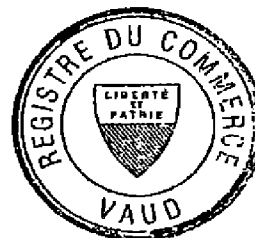
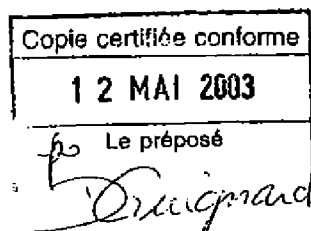
Ref.			Administrateurs, organe de révision et personnes ayant qualité pour signer		
Ins.	Mod.	Rad.	Nom et prénom, origine, domicile	Fonctions	Mode de signature
			Hielkema Henjo, des Pays-Bas, à Harmelen (Pays-Bas)	adm.	
			Zegelaar Rob, des Pays-Bas, à Londres (Grande-Bretagne)	adm.	

Réf.	JOURNAL		PUBLICATION FOSC	
	Numéro	Date	Date	Page
1	1640	18.04.2000	05.05.2000	3029
2	6656	14.06.2000	26.06.2000	4309
3	6797	20.06.2000	30.06.2000	4439
4	7158	06.07.2000	19.07.2000	4938
5	412	11.01.2001	17.01.2001	0363
6	6805	27.06.2001	03.07.2001	5028

Réf.	JOURNAL		PUBLICATION FOSC	
	Numéro	Date	Date	Page
7	10697	06.11.2002	12.11.2002	12
8	11881	09.12.2002	13.12.2002	17
9	12395	20.12.2002	31.12.2002	24
10	4153	28.04.2003	02.05.2003	13
11	4611	09.05.2003		

Inscription non encore publiée mais approuvée par l'office fédéral du registre du commerce (art. 115, al. 2 ORC)

Moudon, le 12 mai 2003



Fin de l'extrait