

FORM PTO-1595

Rev. 06/04)


OMB No. 0651-0037 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET

U.S. Department of Commerce
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To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

Name of conveying party(ies)/Execution Date(s): Eli Wallace – 9/13/04 George Topalov – 9/14/04 Joseph Lyssikatos – 9/17/04 Alexandre Buckmelter – 9/14/04 Qian Zhao – 9/14/04 Execution Date(s) see above Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Name and address of receiving party(ies) Name: Array BioPharma Inc. Street address: 3200 Walnut Street, Boulder, CO 80301 Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Government Interest Assignment <input type="checkbox"/> Executive Order 9424, Confirmatory License <input type="checkbox"/> Other _____			
4. Application or patent number(s): <input type="checkbox"/> This document is being filed together with a new application. A. Patent Application No.(s) 60/551,718 and 10/914,974 Attorney Docket No.: ARR009 PRO and ARR009 Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		B. Patent No.(s)	
5. Name and Address to whom correspondence concerning document should be mailed: Name: <u>Sarah A. Smith</u> Internal Address: <u>Hogan & Hartson LLP</u> <u>One Tabor Center</u> <u>1200 17th Street, Suite 1500</u> Street Address: <u>same as above</u> City: <u>Denver</u> State: <u>CO</u> Zip: <u>80202</u>		6. Total number of applications and patents involved: 2 7. Total fee (37 CFR 1.21(h) & 3.41)\$ <u>80.00</u> <input type="checkbox"/> Authorized to be charged by credit card <input checked="" type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Enclosed <input type="checkbox"/> None required (government interest not affecting title)	
		8. Payment Information a. Credit Card Last 4 Numbers _____ Expiration Date _____ b. Deposit account number <u>50-1123</u> Authorized User Name <u>Hogan & Hartson LLP</u>	
9. Signature: <u></u> Signature <u>Sarah J. Smith, Reg. No. 41,226</u> Name of Person signing		<u>Nov. 23, 2004</u> Date Total number of pages including cover sheet, attachments and document: 3	

Attorney Docket No. ARR009
Client/Matter No. 80248.0035.001

ASSIGNMENT

WHEREAS, we, Eli Wallace, having a residence address of 204 Cobblestone Court, Lyons, CO 80540, George Topalov, having a residence address of 1697 Reliance Circle, Superior, CO 80027, Joseph Lyssikatos, having a residence address of 1720 Eldorado Court, Superior, CO 80027, Alexandre Buckmelter, having a residence address of 2081 Dailey Lane, Superior, CO 80027, and Qian Zhao, having a residence address of 3919 Torrey's Peak Drive, Superior, CO 80027, have made a certain new and useful invention relating to QUINAZOLINE ANALOGS AS RECEPTOR TYROSINE KINASE INHIBITORS, for which we have caused to be filed a U.S. Provisional Patent Application No. 60/551,718, filed March 10, 2004, with the U.S. Patent & Trademark Office, and for which we are making application for Letters Patent of the United States, said application being identified by Serial No. 10/914,974; and

WHEREAS, we now own the entire right, title and interest therein; and


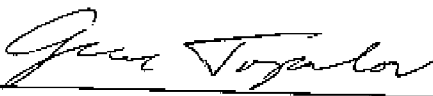
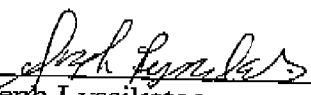


WHEREAS, Array BioPharma Inc., hereinafter ASSIGNEE, a Delaware corporation, whose mailing address is 3200 Walnut Street, Boulder, CO 80301, is desirous of acquiring the entire interest in and to said invention, said applications, and the Letters Patent to be obtained therefor;

NOW THEREFORE, upon consideration of our employment and other good and valuable consideration, the adequacy of which is hereby acknowledged, we do hereby sell and assign unto ASSIGNEE, and ASSIGNEE's legal representatives, successors, and assigns, the entire right, title, and interest in and to said invention, said applications, and the Letters Patent, both of the United States and of other countries, that may or shall issue thereon; and we do hereby authorize and request the Commissioner of Patents and Trademarks to issue said Letters Patent to ASSIGNEE, consistent with the terms of this Assignment.

UPON SAID CONSIDERATION, we do hereby covenant and agree with ASSIGNEE that we will not execute any writing or do any act whatsoever conflicting with this assignment, and that we will, at any time upon request, without further or additional consideration, but at the expense of ASSIGNEE, execute such additional assignments and other writings and do such additional acts as ASSIGNEE may deem necessary or desirable to perfect the ASSIGNEE's enjoyment of this grant, and render all necessary assistance in

applying for and obtaining original, continuation, continuation-in-part, divisional, reexamined, renewal, reissued or extended Letters Patent of the United States, or of other countries, or inventor's certificates, on said invention, and in enforcing any rights or causes in action accruing as a result of such applications, certificates, or patents, by giving testimony in any proceedings or transactions involving such applications, certificates, or patents, and by executing preliminary statements and other affidavits, it being understood that the foregoing covenant and agreement shall bind, and inure to the benefit of, the assigns and legal representatives of both parties.

IN WITNESS WHEREOF, we have hereunto set our hands and affixed our seals on the date hereinafter set forth.

Date: <u>9/13/04</u>	 _____ Eli Wallace
Date: <u>9/14/2004</u>	 _____ George Topalov
Date: <u>9/17/2004</u>	 _____ Joseph Lyssikatos
Date: <u>09/14/04</u>	 _____ Alexandre Buckmelter
Date: <u>9-14-04</u>	 _____ Qian Zhao