

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT								
NATURE OF CONVEYANCE:	ASSIGNMENT								
CONVEYING PARTY DATA									
<table border="1"><thead><tr><th>Name</th><th>Execution Date</th></tr></thead><tbody><tr><td>Mark E. Furth</td><td>10/28/2002</td></tr><tr><td>John W. Ludlow</td><td>10/28/2002</td></tr><tr><td>Andrew T. Bruce</td><td>10/28/2002</td></tr></tbody></table>		Name	Execution Date	Mark E. Furth	10/28/2002	John W. Ludlow	10/28/2002	Andrew T. Bruce	10/28/2002
Name	Execution Date								
Mark E. Furth	10/28/2002								
John W. Ludlow	10/28/2002								
Andrew T. Bruce	10/28/2002								
RECEIVING PARTY DATA									
Name:	Incara Cell Technologies, Inc.								
Street Address:	PO Box 14287, 79 TW Alexander Drive								
Internal Address:	Building 4401, Suite 200								
City:	Research Triangle Park								
State/Country:	NORTH CAROLINA								
Postal Code:	27709								
PROPERTY NUMBERS Total: 2									
<table border="1"><thead><tr><th>Property Type</th><th>Number</th></tr></thead><tbody><tr><td>Application Number:</td><td>60365361</td></tr><tr><td>Application Number:</td><td>10387547</td></tr></tbody></table>		Property Type	Number	Application Number:	60365361	Application Number:	10387547		
Property Type	Number								
Application Number:	60365361								
Application Number:	10387547								
CORRESPONDENCE DATA									
Fax Number:	(202)339-8297								
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>									
Phone:	(202) 625-3500								
Email:	charles.murray@kmzr.com								
Correspondent Name:	Patent Administrator								
Address Line 1:	525 West Monroe Street								
Address Line 4:	Chicago, ILLINOIS 60661-3693								
NAME OF SUBMITTER:	Charles F. Murray								
Total Attachments: 3									
source=320727-50901 Incara Assignment#page1.tif									

CH \$80.00 60365361

500015346

PATENT
REEL: 015474 FRAME: 0731

source=320727-50901 Incara Assignment#page2.tif

source=320727-50901 Incara Assignment#page3.tif

ASSIGNMENT

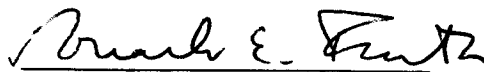
WHEREAS We, Mark E. Furth, John W. Ludlow, and Andrew T. Bruce, *all of North Carolina* (Assignors), have made a certain new and useful invention as set forth in an application for United States Letters Patent, entitled "**PRIMITIVE AND PROXIMAL HEPATIC STEM CELLS**" for which an application for United States Letters Patent was filed on March 15, 2002, and assigned United States Provisional Application No. 60/365,361, and identified by Katten Muchin Zavis Rosenman Attorney Docket No. 215075.00900.

AND WHEREAS, Incara Cell Technologies, Inc. (Assignee), a corporation established under the laws of North Carolina and having an address of P.O. Box 14287, 79 TW Alexander Drive, Building 4401, Suite 200, Research Triangle Park, North Carolina, 27709, is desirous of acquiring the entire right, title and interest in and to said invention, including the right to sue for past infringement, and in and to any and all Letters Patent of the United States and foreign countries which may be obtained therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt for and sufficiency of which is hereby acknowledged, we do hereby sell, assign, transfer and set over unto said Assignee, its legal representatives, successors, and assigns, the entire right, title and interest in and to said invention, including the right to sue for past infringement, as set forth in the above-mentioned application, including any continuations, divisions, reissues, re-examinations or extensions thereof, and in and to any and all patents of the United States and foreign countries which may be issued for said invention;

UPON SAID CONSIDERATIONS, we hereby agree with the said Assignee that we will not execute any writing or do any act whatsoever conflicting with these presents, and that we will, at any time upon request, without further or additional consideration but at the expense of said assignee, execute such additional assignments and other writings and do such additional acts as said Assignee may deem necessary or desirable to perfect the Assignee's enjoyment of this grant, and render all necessary assistance in making application for and obtaining original, divisional, continuations, reexamined, reissued, or extended Letters Patent of the United States or of any and all foreign countries on said invention, and in enforcing any rights or chooses in action accruing as a result of such applications or patents, by giving testimony in any proceedings or transactions involving such applications 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 Assignor and Assignee;

AND we request the Commissioner of Patents and Trademarks to issue any Letters Patent of the United States which may be issued for said invention to said Assignee, its legal representatives, successors or assigns, as the sole owner of the entire right, title and interest in and to said patent and the invention covered thereby.


Mark E. Furth

STATE OF *North Carolina*)
COUNTY OF *Durham*) ss.:

On this *23rd* day of *October*, 2002, before me personally appeared Mark E. Furth

to me known and known to me to be the individual described in and who executed the foregoing instrument, and who thereupon acknowledged to me that Mark E. Furth executed the same for the purposes therein set forth.

(Seal)

Amelia Wright Franier
Notary Public
(Notary Stamp)

John W. Ludlow
John W. Ludlow

STATE OF North Carolina,
COUNTY OF Durham) ss.:

On this 28th day of October, 2002, before me personally appeared John W. Ludlow

to me known and known to me to be the individual described in and who executed the foregoing instrument, and who thereupon acknowledged to me that John W. Ludlow executed the same for the purposes therein set forth.

(Seal)

Amelia Wright Franier
Notary Public
(Notary Stamp)

Andrew T. Bruce
Andrew T. Bruce

STATE OF North Carolina,
COUNTY OF Durham) ss.:

On this 28th day of October, 2002, before me personally appeared Andrew T. Bruce

JOINT
215075.00900

to me known and known to me to be the individual described in and who executed the foregoing instrument, and who thereupon acknowledged to me that Andrew T. Bruce executed the same for the purposes therein set forth.

(Seal)

Amelia Wright Franzer
Notary Public
(Notary Stamp)

Doc #:WAS01 (215075-00900) 41182897v1;10/25/2002/Time:16:46