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BMS PATENT DEPT

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U.S. DEPARTMENT OF COMMERCE
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OMB No. 0651-0011 (exp. 4/94)

PATENTS ONLY

To the Honorable Director of the US Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
James Sheppeck; John L. Gilmore; Xiao-Tao
Chen; Xiaohua He

2. Name and address of receiving party(ies)

Name: Bristol-Myers Squibb Company

Internal Address: _____

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Street Address: Lawrenceville-Princeton Road

City: Princeton State: NJ ZIP: 08543-4000

Execution Date: 02/07/05; 01/28/05; 01/31/05; 12/20/04

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)

10/946,418

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Stephen B. Davis

Internal Address: Bristol-Myers Squibb Company

Patent Department

Street Address: P.O. Box 4000

City: Princeton State: NJ ZIP: 08543-4000

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41) \$ 40

- Enclosed
- Authorized to be charged to deposit account and any other additional fees required.

8. Deposit account number:

19-3880 (in the name of Bristol-Myers Squibb Company)

(Attach duplicate copy of this page if paying by deposit account)

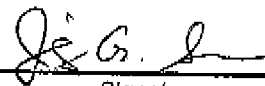
DO NOT USE THIS SPACE

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.

Jing G. Sun, Ph.D.

Name of Person Signing
Reg. No. 45,914



Signature

February 7, 2005

Date

Certificate of mailing on reverse side

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services, Director of the US Patent and Trademark Office
PO Box 1450, Alexandria, VA 22313-1450

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PATENT
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ASSIGNMENT

We,

James Sheppeck	residing at	356 Crittenden Drive Newtown, Pennsylvania 18940 United States of America
John L. Gilmore	residing at	815 Hudson Drive Yardley, Pennsylvania 19067 United States of America,
Xiao-Tao Chen	residing at	3708 Powder Horn Drive Furlong, Pennsylvania 18925 United States of America
Xiaohua He	residing at	12 Old Flint Circle Hockessin, Delaware 19707 United States of America,

pursuant to contractual obligations heretofore assumed by us and/or for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, do hereby sell and assign to **Bristol-Myers Squibb Company**, a Delaware corporation, having a place of business at Lawrenceville-Princeton Road, Princeton, NJ 08543-4000, its successors, assigns and legal representatives, all our right, title and interest, which includes the right to and full benefit of such priorities as may now or hereafter be granted to us by local laws or by treaty, including any international convention for the protection of industrial property, in and for all countries of the world, including the United States and its territories and possessions, in and to the invention entitled:

SUBSTITUTED 1,3-DIHYDRO-IMIDAZOL-2-ONE AND 1,3-DIHYDRO-IMIDAZOL-2-THIONE
DERIVATIVES AS INHIBITORS OF MATRIX METALLOPROTEINASES AND/OR TNF- α
CONVERTING ENZYME (TACE)

invented by us and described in the non-provisional United States patent application

Application No. 10/946,418, filed September 21, 2004,

including said non-provisional United States patent application and any application claiming priority from said non-provisional application, filed in any country, and any patents which may be issued and/or granted thereon, and all divisions, continuations, reissues, reexamination certificates and extensions thereof in all countries, the said interest being the entire ownership of said invention and

all of said applications, patents (including reissue patents), extensions and reexamination certificates to be held and enjoyed by the said Bristol-Myers Squibb Company and its successors and assigns to the full end of the terms to which said patents (including reissue patents), extensions and reexamination certificates may be granted and/or issued, as fully and entirely as the same would have been held and enjoyed by us if this sale, assignment and transfer had not been made;

And we hereby agree to communicate to said assignee or its representatives any facts known to us respecting said invention, to testify in any legal proceedings, to sign and/or execute any further documents and/or instruments which may be necessary, lawful and proper in and/or for the filing and/or prosecution of all applications, including divisional, continuation and reissue applications, extensions and reexamination certificates and/or the granting and/or issuance thereof and/or to otherwise secure title to said invention and all of said applications, patents (including reissue patents, extensions and reexamination certificates in said assignee, and in general to do everything possible to aid said assignee, its successors and assigns to obtain and enforce proper protection for said invention in all countries.

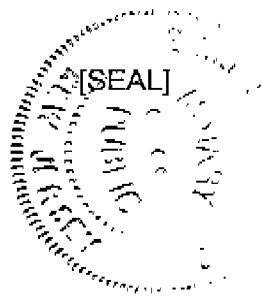
Signed this 7th day of February, ^{9th}~~2004~~²⁰⁰⁵ by James E. Sheppeck
James Sheppeck

STATE OF New Jersey)
COUNTY OF Mercer) ss.

On the 7th day of February, ²⁰⁰⁵~~2004~~, before me came James Sheppeck, to me known to be the person of that name mentioned in, and who executed the foregoing Assignment and acknowledged that he/she executed it.

Eileen Immordino
Notary Public

EILEEN IMMORDINO
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Aug. 14, 2005

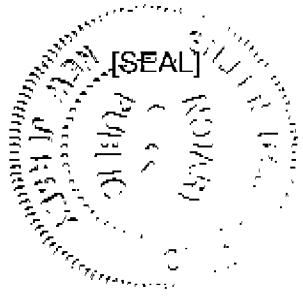


Worldwide
Case PH7504 NP

Signed this 28th day of January, 2004⁰⁵ by *John L. Gilmore*
John L. Gilmore

STATE OF New Jersey)
COUNTY OF Merica) ss.

On the 28th day of January, 2004⁰⁵, before me came John L. Gilmore, to me known to be the person of that name mentioned in, and who executed the foregoing Assignment and acknowledged that he/she executed it.



Eileen Immordino
Notary Public

EILEEN IMMORDINO
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Aug. 14, 2005

Signed this 31st day of Jan, 2005 by Xiao-Tao Chen
Xiao-Tao Chen

STATE OF New Jersey)
COUNTY OF Merica) ss.

On the 31st day of January, 2005, before me came Xiao-Tao Chen, to me known to be the person of that name mentioned in, and who executed the foregoing Assignment and acknowledged that he/she executed it.

Eileen Immordino
Notary Public

EILEEN IMMORDINO
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Aug. 14, 2005



Worldwide
Case PH7504 NP

Signed this 20 day of Dec., 2004 by Xiaohua He
Xiaohua He

STATE OF Delaware)
COUNTY OF New Castle) ss.

On the 20th day of December, 2004, before me came Xiaohua He, to me known to be the person of that name mentioned in, and who executed the foregoing Assignment and acknowledged that he/she executed it.

[SEAL]

Barbara A. Temple
Notary Public



Barbara A. Temple
Notary Public, New Castle County, Delaware
My Commission Expires March 16, 2006