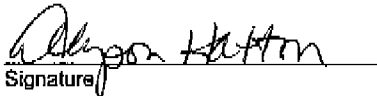
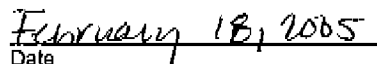


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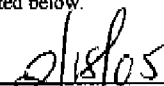

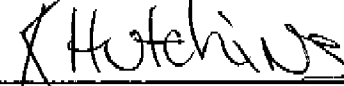
Commissioner for Patents: Please record the attached original document(s) or copy(ies).	
1. Name of conveying party(ies): Muthiah Manoharan and Kallanthottathil G. Rajeev Additional name(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies): Ainylam Pharmaceuticals, Inc. 300 Third Street Cambridge, MA 02142 Additional names/addresses 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"/> Other: Execution Date: 01/31/2005	
4. Application number(s) or patent number(s): If this document is being filed with a new application, the execution date of the application is: A. Patent Application No(s): 10/985,426 B. Patent No(s): Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5. Name/address of party to whom correspondence concerning document should be mailed: ALLYSON R. HATTON, PH.D. Fish & Richardson P.C. 225 Franklin Street Boston, MA 02110-2804	6. Total number of applications/patents involved: 1 7. Total fee (37 CFR §3.41): \$40 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to charge Deposit Account. 8. Deposit Account No.: 06-1050 Please apply any additional charges, or any credits, to our Deposit Account No. 06-1050.
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9. Statement and Signature: <i>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.</i> Allyson R. Hatton, Ph.D. Reg. No. 54,154 Name of Person Signing	
 Signature	
 Date	
Total number of pages including coversheet, attachments and document: 4	

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CERTIFICATE OF TRANSMISSION BY FACSIMILE

I hereby certify that this correspondence is being transmitted by facsimile to the Patent and Trademark Office on the date indicated below.

 Date of Transmission	 Signature	 Typed Name of Person Signing Certificate
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PATENT

Attorney Docket No: 14174-099001

ASSIGNMENT

For valuable consideration, we, Muthiah Manoharan of 25 Circle Drive, Weston, Massachusetts, and Kallanthottathil G. Rajeev of 30 Cambridgepark Drive, Apt. 4101, Cambridge, Massachusetts; hereby assign to ALNYLAM PHARMACEUTICALS, INC., a Delaware corporation, having a place of business at 300 Third Street, Cambridge, Massachusetts, and its successors and assigns (collectively hereinafter called "the Assignee"), the entire right, title and interest throughout the world in the inventions and improvements which are subject of an application for United States Patent signed by us, entitled IRNA AGENTS WITH BIOCLEAVABLE TETHERS, filed November 9, 2004, and assigned U.S. Serial Number 10/985,426; this assignment, including said application, and any and all continuations, continuations-in-part, and divisional applications, and any and all United States and foreign patents (including reissues, reexaminations, extensions), utility models, and design registrations granted for any of said inventions or improvements, and the right to claim priority based on the filing date of said application under the International Convention for the Protection of Industrial Property, the Patent Cooperation Treaty, the European Patent Convention, and all other treaties of like purposes; and we authorize the Assignee to apply in all countries in our names or in its own name for patents, utility models, design registrations and like rights of exclusion and for inventors' certificates for said inventions and improvements; and we agree for ourselves and our respective heirs, legal representatives and assigns, without further compensation to perform such lawful acts and to sign such further applications, assignments, Preliminary Statements and other lawful documents as the Assignee may reasonably request to effectuate fully this assignment, the effectiveness of this assignment including as of the filing date of the above-identified application and any applications from which the above-identified application claims benefit of.

Attorney Docket No: 14174-099001

DATE: January 31, 2005

Muthiah Manoharan
MUTHIAH MANOHARAN

Commonwealth of Massachusetts

County of Middlesex


On this 31st day of January, ~~2004~~²⁰⁰⁵, before me, the undersigned notary public, personally appeared MUTHIAH/MANOHRAN, proved to me through satisfactory evidence of identity, which was personal knowledge, to be the person whose name was signed on the preceding or attached document in my presence, and who swore or affirmed to me that the contents of the document are truthful and accurate to the best of his knowledge and belief.

Ann M. Saitta (official signature and seal of notary)

My commission expires March 07, 2008

Attorney Docket No: 14174-099001

DATE: 01/31/2005


KALLANTHOTTATHIL G. RAJEEV

Commonwealth of Massachusetts
County of Middlesex

On this 31st day of January, ²⁰⁰⁵~~2004~~, before me, the undersigned notary public, personally appeared KALLANTHOTTATHIL G. RAJEEV, proved to me through satisfactory evidence of identity, which was personal knowledge, to be the person whose name was signed on the preceding or attached document in my presence, and who swore or affirmed to me that the contents of the document are truthful and accurate to the best of his knowledge and belief.

 (official signature and seal of notary)

My commission expires March 7, 2008.

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