

Attorney Docket No. 040853-01-5138-US

Form PTO-1595

(Rev. 10-02)
OMB No. 0651-0027 (exp. 5/31/2002)

Recordation Form Cover Sheet PATENTS ONLY

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To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof

1. Name of conveying party(ies):

Shawn DeFrees
David A. Zopf
Zhi-Guang Wang
Henrik Clausen

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

2. Name and address of receiving party(ies)

Name:: Neose Technologies, Inc.

Street Address: 102 Witmer Road

City: Horsham State: PA ZIP: 19044

Additional name(s) and address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Dates: 1/25/05, 1/25/05, 1/25/05, and 3/10/05

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): 11/033,365

B. Patent No(s):

Additional numbers attached? Yes No

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

Name: Elizabeth R. Sampson
Morgan, Lewis & Bockius LLP
Two Palo Alto Square
3000 El Camino Real, Ste. 700
Palo Alto, CA 94306
Tel. (415) 442-1000
Direct Dial: (415) 442-1784
eFAX: (650) 843-4001
e-mail: esampson@morganlewis.com

6. Total number of applications and patents involved 1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 50-0310

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

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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.

Elizabeth R. Sampson
Name of Person Signing
Atty. Reg. No. 52,190


Signature

April 25, 2005
Date

Total number of pages including cover sheet, attachments and documents: 7

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

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CH \$40.00 500310 11033365

Attorney Docket No.:040853-01-5138-US
Client Reference No.: NEO00261US

ASSIGNMENT OF PATENT APPLICATION

JOINT

WHEREAS, Shawn DeFrees, 126 Filly Drive, North Wales, PA 19454 and David A. Zopf, 560 Beechtree Lane, Wayne, PA 19084, Zhi-Guang Wang, 1473 Golden Drive, Dresher, PA 19015, and Henrik Clausen, Soebrinken 6, Holte, Denmark, DK-2840, hereinafter referred to as "Assignors," are the inventors of the invention described and set forth in the below-identified patent application:

Title of Invention:	O-LINKED GLYCOSYLATION OF PEPTIDES
Filing Date:	January 10, 2005
Application No.:	11/033,365; and

WHEREAS, Neose Technologies, Inc., located at 102 Witmer Road, Horsham, PA 19044, hereinafter referred to as "ASSIGNEE," is desirous of acquiring an interest in the invention and application and in any U.S. Letters Patent and Registrations which may be granted on any patent application claiming priority from the same;

For good and valuable consideration, receipt of which is hereby acknowledged by Assignors, Assignors have assigned, and by these presents does assign to Assignee all right, title and interest in and to the invention and application and to all foreign counterparts (including patent, utility model and industrial designs), and in and to any Letters Patent and Registrations which may hereafter be granted on any patent application claiming priority from the same in the United States and all countries throughout the world, and to claim the priority from the application as provided by the Paris Convention. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignors had this Assignment not been made, for the full term of any Letters Patent and Registrations which may be granted thereon, or of any division, renewal, continuation in whole or in part, substitution, conversion, reissue, prolongation or extension thereof.

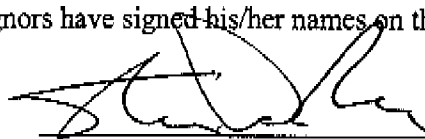
Assignors further agree that Assignors will, without charge to Assignee, but at Assignee's expense, (a) cooperate with Assignee in the prosecution of U.S. Patent applications and foreign counterparts on the invention and any improvements, (b) execute, verify, acknowledge and deliver all such further papers, including applications and instruments of transfer, and (c) perform such other acts as Assignee lawfully may request to obtain or maintain Letters Patent and Registrations for the invention and improvements in any and all countries, and to vest title thereto in Assignee, or Assignee's successors and assigns.

Assignors hereby authorize and request Morgan, Lewis & Bockius LLP, One Market, Spear Street Tower, San Francisco, CA 94105, to insert herein above the application number and filing date of said application when known.

Assignment
 Attorney Docket No.: 040853-01-5138-US
 Page 2

IN TESTIMONY WHEREOF, Assignors have signed his/her names on the dates indicated.

Dated: Jan 25, 2005

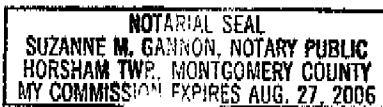


 SHAWN DEFREES

STATE OF PENNSYLVANIA)
) ss.
 COUNTY OF MONTGOMERY)

On 1/25/05, before me, SUZANNE GANNON personally appeared Shawn DeFrees, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

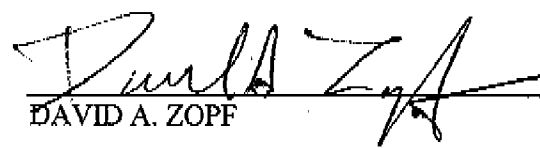




 NOTARY PUBLIC

My Commission Expires: _____

Dated: 1-25-05

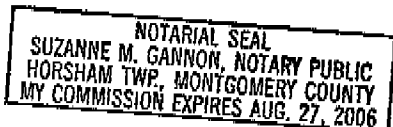



 DAVID A. ZOPF

STATE OF Pennsylvania)
) ss.
 COUNTY OF Montgomery)

On 1/25/05, before me, SUZANNE GANNON personally appeared David A. Zopf, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.





 NOTARY PUBLIC

My Commission Expires: _____

Assignment

Attorney Docket No.: 040853-01-5138-US

Page 3

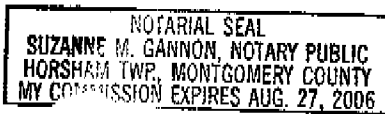
Dated: Jan 25, 2005

[Signature]
ZHI-GUANG WANG

STATE OF Pennsylvania)
COUNTY OF Montgomery) ss.

On 1/25/05, before me, Suzanne Gannon personally appeared Zhi-Guang Wang, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



[Signature]
NOTARY PUBLIC

My Commission Expires: _____

Dated: _____

HENRIK CLAUSEN

STATE OF _____)
COUNTY OF _____) ss.

On _____, before me, _____ personally appeared Henrik Clausen, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

NOTARY PUBLIC

My Commission Expires: _____

Assignment
Attorney Docket No.: 040853-01-5138-US
Page 3

Dated: _____

ZHI-GUANG WANG

STATE OF _____)
) ss.
COUNTY OF _____)


On _____, before me, _____ personally appeared Zhi-Guang Wang, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

NOTARY PUBLIC

My Commission Expires: _____

Dated: 3/10/05



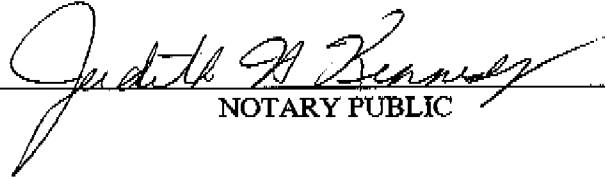
HENRIK CLAUSEN

STATE OF Massachusetts)
) ss.
COUNTY OF Essex)

On March 10, 2005, before me, Henrik Clausen personally appeared Henrik Clausen, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

My Commission Expires  **March 26, 2010**
JUDITH H. KENNEDY
Notary Public
Commonwealth of Massachusetts



NOTARY PUBLIC