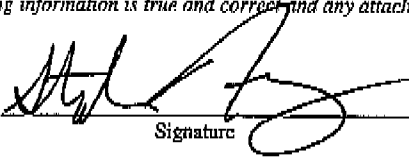


FORM PTO-1596		RECORDATION FORM COVER SHEET U.S. DEPARTMENT OF COMMERCE		1-31-92	Patent and Trademark Office
<b>DOCKET NO.: 87367.0001</b>			<b>PATENTS ONLY</b>		
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereto:					
1. Name of conveying party(ies): Medicago Inc.  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			2. Name and address of receiving party(ies): Name: <u>Investissement Québec</u> Internal Address: _____ _____ Street Address: <u>1200, de l'Église Street, Office 500</u> <u>Ste-Foy, Quebec, Canada G1V 5A3</u> City: _____ State/Country: _____ ZIP: _____ Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>July 28, 2003</u>					
4. Application number(s) or patent number(s): If the document is being filed together with a new application, the execution date of the application is: A. Patent Application No(s): <u>6,420,548</u> Patent No(s) _____ Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No					
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>BAKER &amp; HOSTETLER LLP</u> Internal Address: _____ _____ Street Address: <u>Washington Square, Suite 1100</u> <u>1050 Connecticut Avenue, N.W.</u> City: <u>Washington</u> State: <u>DC</u> ZIP: <u>20036</u>			6. Total number of applications and patents involved: <u>1</u> 7. Total fee (37 CFR 3.41) <u>\$40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>50-2036</u>		
DO NOT USE THIS SPACE					
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>  <u>Stephen S. Fabry, Registration No. 51,661</u> Name and Registration No. of Person Signing  <u>12/8/05</u> Signature Date Total number of pages <u>2</u> CMB No. 0851-0011 (exp. 4/94)					

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**SUMMARY FOR REGISTRATION OF A DEED OF HYPOTHEC CREATING A  
SECURITY INTEREST**

**Date and place of notice:** Quebec City, Province of Quebec, November 10, 2005.

**Document creating the security interest:** Deed of hypothec ("Convention d'hypothèque mobilière générale et spécifique") executed on July 28, 2003, in the City of Quebec, Province of Quebec, Canada.


**Designation of the parties:** Grantor:  
Medicago Inc., a legal person having its head office at 1020, de l'Église Street, Office 600, Ste-Foy, Province of Quebec, G1V 3V9, represented hereby by Pierre Labbé, its Chief Financial Officer, duly authorized (the "Grantor").  
Security holder:  
Investissement Québec (formerly La Financière du Québec), a legal person having its head office at 1200, de l'Église Street, Office 500, Ste-Foy, Province of Quebec, G1V 5A3, represented hereby by Gilles Lapierre, its directeur régional, duly authorized.

**Nature of secured rights:** The Grantor, pursuant to a "Convention d'hypothèque mobilière générale et spécifique" granted a security interest in favour of La Financière du Québec (now Investissement Québec) on all of its movable property including, without limiting the generality of the foregoing, on all of its intellectual property rights, including the patent described hereinafter in order to secure the payment of the obligations of the Grantor pursuant to a loan agreement dated July 28, 2003. The security interest is for an amount of sixteen million dollars (\$16,000,000) plus the interest thereon at a rate of twenty-five per cent (25%) per year, as well as an additional amount of three million two hundred thousand dollars (\$3,200,000).

**Description of the patent:** US patent #6,420,548 entitled "Method for regulating transcription of foreign genes".

**MEDICAGO INC.**

By:

  
\_\_\_\_\_  
Pierre Labbé,  
Chief Financial Officer

**INVESTISSEMENT QUÉBEC**

By:

  
\_\_\_\_\_