

**RECORDATION FORM COVER SHEET
PATENTS ONLY**

Atty Ref/Docket No.: 2124.014US1

Patent and Trademark Office

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

1. Name of conveying party(ies):

David Alan Campbell, David T. Winn and Juan Manuel Betancort

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

3. Nature of conveyance:

[X] Assignment [] Merger
[] Security Agreement [] Change of Name
[] Other

Execution Date: June 6, 2006, June 9, 2006, June 9, 2006

2. Name and address of receiving party(ies):

Name: Phenomix Corporation

Street Address: 5871 Oberlin Drive
Suite 200City: San Diego State: CA Zip: 92121

Additional name(s) & address(es) attached? [] Yes [X] 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)

B. Patent No.(s)

Serial No. 11/381,090, filed May 1, 2006

Additional numbers attached? [] Yes [X] No

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

Name: Albin J. NelsonAddress:
Schwegman, Lundberg, Woessner & Kluth, P.A.
P.O. Box 2938
Minneapolis, MN 554026. Total number of applications and patents involved: 17. Total fee (37 CFR 3.41): \$ 40.00

[] Enclosed

[X] Authorized to be charged to deposit account

8. Please charge any additional fees or credit any over payments to our Deposit account number: 19-0743

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.

Albin J. Nelson/Reg. No. 28,650

Name of Person Signing

Signature

Date

Total number of pages including cover sheet: 5

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

Mail Stop Assignment Recordation Services
Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

PATENT

REEL: 018372 FRAME: 0065

700290620

ASSIGNMENT

WHEREAS, We, David Alan Campbell, residing at 13318 Seagrove Street, San Diego, CA 92130, and David T. Winn, residing at 5041 LA Cuenta Drive, San Diego, CA 92124, and Juan Manuel Betancort, residing at 7842 Embry Point, San Diego, CA 92126, made certain new and useful inventions and improvements for which we filed an application for Letters Patent of the United States on May 1, 2006, which application was assigned U.S. patent application serial number 11/381,090, and is entitled METHYL AND ETHYL SUBSTITUTED PYRROLIDINE COMPOUNDS AND METHODS FOR SELECTIVE INHIBITION OF DIPEPTIDYL PEPTIDASE-IV;

AND WHEREAS, Phenomix Corporation, a corporation organized and existing under and by virtue of the laws of the State of California, and having an office and place of business at 5871 Oberlin Drive, Suite 200, San Diego, CA 92121 (hereinafter "Assignee"), is desirous of acquiring the entire right, title and interest in and to said inventions, improvements and application and in and to the Letters Patent to be obtained therefor;

NOW, THEREFORE, to all whom it may concern, be it known that for good and valuable consideration, the receipt and sufficiency whereof is hereby acknowledged, we have sold, assigned, and transferred, and by these presents do sell, assign and transfer unto said Assignee, its successors or assigns, the entire right, title and interest for all countries in and to all inventions and improvements disclosed in the aforesaid application, and in and to the said application, all divisions, continuations, continuations-in-part, or renewals thereof, all Letters Patent which may be granted there from, and all reissues or extensions of such patents, and in and to any and all applications which have been or shall be filed in any foreign countries for Letters Patent on the said inventions and improvements, including an assignment of all rights under the provisions of the International Convention, and all Letters Patent of foreign countries which may be granted there from; and we do hereby authorize and request the Commissioner of Patents and Trademarks to issue any and all United States Letters Patent for the aforesaid inventions and improvements to the said Assignee as the assignee of the entire right, title and interest in and to the same, for the use of the said Assignee, its successors and assigns.

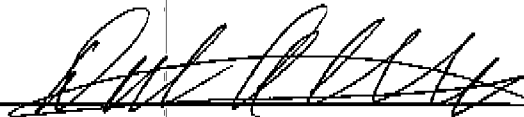
Docket No: 2124.014US1
Serial Number : 11/381.090
Filing Date : May 1, 2006
Page 2 of 4

AND, for the consideration aforesaid, we do hereby agree that we and our executors and legal representatives will make, execute and deliver any and all other instruments in writing including any and all further application papers, affidavits, assignments and other documents, and will communicate to said Assignee, its successors and representatives all facts known to us relating to said improvements and the history thereof and will testify in all legal proceedings and generally do all things which may be necessary or desirable more effectually to secure to and vest in said Assignee, its successors or assigns the entire right, title and interest in and to the said improvements, inventions, applications, Letters Patent, rights, titles, benefits, privileges and advantages hereby sold, assigned and conveyed, or intended so to be.

AND, furthermore, we covenant and agree with said Assignee, its successors and assigns, that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been made to others by us and that full right to convey the same as herein expressed is possessed by us.

IN TESTIMONY WHEREOF, I have hereunto set my hand this 06 day of

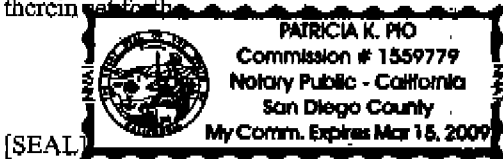
June, 2006.



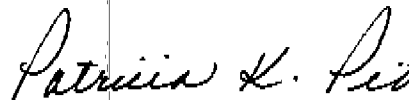
David A. Campbell

STATE OF California)
)ss
COUNTY OF San Diego)

On this 6th day of June, 2006 before me personally appeared David A. Campbell, to me known and known to me to be the person described in and who executed the foregoing instrument, and he/she duly acknowledged to me that he/she executed the same for the uses and purposes therein set forth.



[SEAL]



Notary Public

Docket No: 2124.014US1
Serial Number : 11381,090
Filing Date : May 1, 2006
Page 4 of 4

IN TESTIMONY WHEREOF, I have hereunto set my hand this 9th day of June, 2006.



Juan M. Betancort

STATE OF California)

COUNTY OF San Diego)ss

On this 9th day of June, 2006 before me personally appeared Juan M. Betancort, to me known and known to me to be the person described in and who executed the foregoing instrument, and he/she duly acknowledged to me that he/she executed the same for the uses and purposes therein set



[SEAL]



Notary Public

P.O. Box 1450
Alexandria, VA 22313-1450
FAX NUMBER 571-273-0140

Documents Transmitted:

Assignment (4 pages), Assignment Recordation Form Cover Sheet (1 page), authorization to charge Deposit Account No. 19-0743 in the amount of \$40.00 to cover the Assignment Recording Fee.

Total pages of this transmission, including cover letter: (6 pgs)

If you do NOT receive all of the pages described above, please telephone us at 612-373-6900 or fax us at 612-339-3061.

In re. Patent Application of: David Campbell et al.

Examiner:

Serial No.: 11/381,090

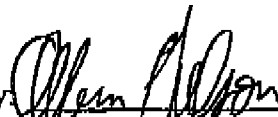
Group Art Unit: 1626

Filed: May 1, 2006

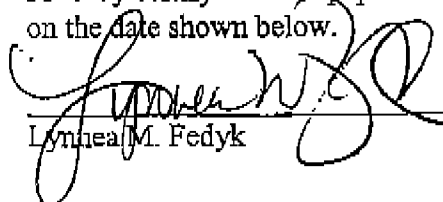
Docket No.: 2124.014US1

Title: METHYL AND ETHYL SUBSTITUTED PYRROLIDINE COMPOUNDS AND METHODS FOR SELECTIVE INHIBITION OF DIPEPTIDYL PEPTIDASE-IV

Please charge any additional fees or credit overpayment to Deposit Account No. 19-0743.

By: 
Name: Albin J. Nelson
Reg. No. 28,650

I hereby certify that this paper is being transmitted by facsimile to the U.S. Patent and Trademark Office on the date shown below.


Lynnea M. Fedyk

July 18, 2006
Date

OK	RESULT
6	PGS. SENT
01.57	USAGE T
07/18 14:28	ST. TIME
	CONNECTION ID
	SUBADDRESS
	CONNECTION TEL
4049	TX/RX NO
	TRANSMISSION OK

*** TX REPORT ***	

SCHWEGMAN ■ LUNDBERG ■ WOESSNER ■ KLUTH

PATENT, TRADEMARK & COPYRIGHT ATTORNEYS

P.O. Box 2938

Minneapolis, MN 55402

Telephone (612) 373-6900

Facsimile (612) 339-3061

10/5/2006

Time: 3:00 PM
(Minneapolis, Minn.)

TO: Commissioner for Patents
Attn: Assignment Recordation Services
Patent Examining Corps
Facsimile Center
P.O. Box 1450
Alexandria, VA 22313-1450

FROM: Albin J. Nelson

OUR REF: 2124.014US1

FAX NUMBER 571-273-0140

Documents Transmitted:

Assignment (4 pages), Assignment Recordation Form Cover Sheet (1 page), authorization to charge Deposit Account No. 19-0743 in the amount of \$40.00 to cover the Assignment Recording Fee.

Total pages of this transmission, including cover letter: (6 pgs)

If you do NOT receive all of the pages described above, please telephone us at 612-373-6900 or fax us at 612-339-3061.

In re. Patent Application of: David Campbell et al.

Examiner:

Serial No.: 11/381,090

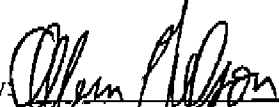
Group Art Unit: 1626

Filed: May 1, 2006

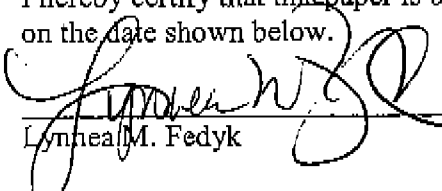
Docket No.: 2124.014US1

Title: METHYL AND ETHYL SUBSTITUTED PYRROLIDINE COMPOUNDS AND METHODS FOR SELECTIVE INHIBITION OF DIPEPTIDYL PEPTIDASE-IV

Please charge any additional fees or credit overpayment to Deposit Account No. 19-0743.

By: 
Name: Albin J. Nelson
Reg. No. 28,650

I hereby certify that this paper is being transmitted by facsimile to the U.S. Patent and Trademark Office on the date shown below.


Lynne M. Fedyk

October 5, 2006
Date