

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY AGREEMENT
CONVEYING PARTY DATA	
Name	Execution Date
Exagen Diagnostics, Inc.	03/25/2008
RECEIVING PARTY DATA	
Name:	Tullis-Dickerson Capital Focus III, L.P.
Street Address:	Two Greenwich Plaza, 4th Floor
City:	Greenwich
State/Country:	CONNECTICUT
Postal Code:	06830
PROPERTY NUMBERS Total: 6	
Property Type	Number
Application Number:	10981277
Application Number:	11112908
Application Number:	11159799
Application Number:	11417450
Application Number:	11112926
Application Number:	11112944
CORRESPONDENCE DATA	
Fax Number:	(214)745-5390
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	214-745-5370
Email:	jmuennink@winstead.com
Correspondent Name:	Cathryn Berryman c/o Winstead
Address Line 1:	P.O. Box 50784
Address Line 4:	Dallas, TEXAS 75250-0784
ATTORNEY DOCKET NUMBER:	46812 2

CH \$240.00 10981277

NAME OF SUBMITTER:

Cathryn Berryman

Total Attachments: 11

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**SECOND AMENDED AND RESTATED NOTICE OF
GRANT OF SECURITY INTEREST IN PATENTS**
(Exagen Diagnostics, Inc.)

This SECOND AMENDED AND RESTATED NOTICE OF GRANT OF SECURITY INTEREST IN PATENTS (this "Agreement"), dated as of March 25, 2008, is executed by and between Exagen Diagnostics, Inc., a Delaware corporation ("Debtor") and Tullis-Dickerson Capital Focus III, L.P., in its capacity as administrative agent ("Secured Party") pursuant to the Security Agreement described below. This Agreement amends, supersedes and replaces in its entirety the Amended and Restated Notice of Grant of Security Interest in Patents, dated October 1, 2007, by and between the Debtor and Secured Party.

RECITALS:

WHEREAS, pursuant to the terms of that certain Amended and Restated Security Agreement, dated as of March 25, 2008, between Debtor and Secured Party (the "Security Agreement"), Debtor has granted to Secured Party, for the benefit of itself and certain lenders, a continuing lien on and security interest in all intellectual property of Debtor including, without limitation, all of Debtor's right, title and interest in, to and under all now owned and hereafter acquired patents and patent licenses, and all products and proceeds thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Debtor hereby grants to Secured Party, for the benefit of itself and certain lenders, a lien on and continuing security interest in all of Debtor's right, title and interest in, to, and under the following (all of the following items or types of property being herein collectively referred to as the "Patent Collateral"), whether presently existing or hereafter created or acquired:

(a) (i) all letters patent of the United States or any other country and all reissues and extensions thereof, including, without limitation, any letters patent referred to in Schedule 1 attached hereto, and (ii) all applications for letters patent of the United States or any other country and all divisions, continuations and continuations-in-part thereof including, without limitation, any thereof referred to in Schedule 1 attached hereto (collectively, "Patents");

(b) all agreements, whether written or oral, providing for the grant by or to Debtor of any right to manufacture, use or sell any invention covered by a Patent (collectively, "Patent Licenses"); and

(c) all products and proceeds of the foregoing, including, without limitation, any claim by Debtor against third parties for past, present or future infringement or breach of any Patent or Patent License.

The lien and security interest contained in this Agreement is granted in conjunction with the security interests granted to Secured Party, for the benefit of itself and certain lenders, pursuant to the Security Agreement. Debtor hereby acknowledges and affirms that the rights and remedies of Secured Party with respect to the security interests in the Patent Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein

IN WITNESS WHEREOF, Debtor has caused this Agreement to be duly executed by its duly authorized officer as of the 25th day of March, 2008.

DEBTOR:

EXAGEN DIAGNOSTICS, INC

By: James A. McClintic
James A. McClintic,
Chief Executive Officer

SECURED PARTY:

TULLIS-DICKERSON CAPITAL FOCUS III, L P

By: Tullis-Dickerson Partners III, L.L.C.,
its general partner

By: _____
Thomas P. Dickerson, Principal

The lien and security interest contained in this Agreement is granted in conjunction with the security interests granted to Secured Party, for the benefit of itself and certain lenders, pursuant to the Security Agreement. Debtor hereby acknowledges and affirms that the rights and remedies of Secured Party with respect to the security interests in the Patent Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

IN WITNESS WHEREOF, Debtor has caused this Agreement to be duly executed by its duly authorized officer as of the 25th day of March, 2008.

DEBTOR:


EXAGEN DIAGNOSTICS, INC.

By: _____
James A. McClintic,
Chief Executive Officer

SECURED PARTY:

TULLIS-DICKERSON CAPITAL FOCUS III, L.P.

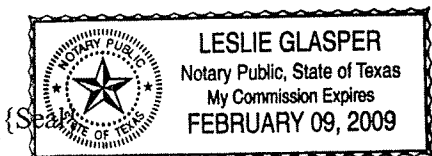
By: Tullis-Dickerson Partners III, L.L.C.,
its general partner

By: 

Thomas P. Dickerson, Principal

STATE OF TEXAS)
)
COUNTY OF TRAVIS)

This instrument was acknowledged before me this 25th day of March, 2008, by James A McClintic, Chief Executive Officer of Exagen Diagnostics, Inc, a Delaware corporation, on behalf of such entity.



Leslie Glasper
Notary Public in and for the State of Texas

My commission expires: _____

STATE OF CONNECTICUT)
)
COUNTY OF _____)

This instrument was acknowledged before me this ___ day of _____, 2008, by Thomas P. Dickerson, Principal of Tullis-Dickerson Partners III, L.L.C., the general partner of Tullis-Dickerson Capital Focus III, L.P, a Delaware limited partnership, on behalf of such entity

{Seal}

Notary Public in and for the State of Connecticut

My commission expires: _____

STATE OF TEXAS)
)
COUNTY OF TRAVIS)

This instrument was acknowledged before me this ___ day of _____, 2008, by James A McClintic, Chief Executive Officer of Exagen Diagnostics, Inc., a Delaware corporation, on behalf of such entity.

{Seal}

Notary Public in and for the State of Texas

My commission expires: _____

STATE OF CONNECTICUT)
)
COUNTY OF Fairfield)

This instrument was acknowledged before me this 24th day of March, 2008, by Thomas P. Dickerson, Principal of Tullis-Dickerson Partners III, L.L.C., the general partner of Tullis-Dickerson Capital Focus III, L.P., a Delaware limited partnership, on behalf of such entity.

{Seal}

Regina M. Lupo

Notary Public in and for the State of Connecticut

My commission expires: 9/30/09

REGINA M. LUPO
NOTARY PUBLIC
MY COMMISSION EXPIRES 9/30/2009

Schedule 1

See attached list.

Owner: EXAG Exagen Corporation

Case Number/Subcase Country Name	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status Expiration Date
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03-968/US
United States of America

ORD 10/981277
03-Nov-2004

05-0181389
18-Aug-2005

Published

Client Name: Exagen Corporation
Agent Name:

Attorney(s): DSH CPS
Client Ref:
Agent Ref:

Title: Compositions and Methods for Glioma Classification

04-164/EP
European Patent Convention

PCT 05744871.4
22-Apr-2005

1756308
28-Feb-2007

Published

Client Name: Exagen Corporation
Agent Name: Dr. Volker Vossius
Title: Breast Cancer Biomarkers

Attorney(s): DSH AFB
Client Ref:
Agent Ref: 150-243

04-164/IN
India

PCT 3019/KOLNP/2006
18-Oct-2006

Pending

Client Name: Exagen Corporation
Agent Name: K & S Partners
Title: Breast Cancer Biomarkers

Attorney(s): DSH AFB
Client Ref:
Agent Ref: IP04497/GAK

Owner: EXAG

Exagen Corporation

Case Number/Subcase
Country Name

Case
Type

Application
Number/Date

Patent
Number/Date

Status
Expiration Date

04-164/IP
Japan

PCT
2007-506381
13-Nov-2006

Client Name: Exagen Corporation

Agent Name: ONDA TECHNO International Patent Attorneys

Title: Breast Cancer Biomarkers

Attorney(s): DSH AFB

Client Ref:

Agent Ref: PF 06014

Pending

04-164/US
United States of America

ORD
11/112908
22-Apr-2005

2005-0260659
24-Nov-2005

Published

Client Name: Exagen Corporation

Agent Name:

Title: Breast Cancer Biomarkers

Attorney(s): DSH AFB

Client Ref:

Agent Ref:

04-165/US
United States of America

ORD
11/159799
23-Jun-2005

US2005-0287578
29-Dec-2005

Published

Client Name: Exagen Corporation

Agent Name:

Title: Methods for RNA Fluorescence In Situ Hybridization

Attorney(s): DSH AFB

Client Ref:

Agent Ref:

Patent List

Owner: EXAG Exagen Corporation
Case Number/Subcase Country Name
 05-116/PCT Patent Cooperation Treaty
Case Type ORD
Application Number/Date US06/17371 03-May-2006
Publication Number/Date W02006/119494 09-Nov-2006
Patent Number/Date
Status Expiration Date Published

Attorney(s): DSH AFB
Client Ref:
Agent Ref:

Client Name: Exagen Corporation
Agent Name:
Title: Acute Myelogenous Leukemia Biomarkers

05-116/US United States of America
Case Type ORD
Application Number/Date 11/417450 03-May-2006
Publication Number/Date US-2006-0281107-A1 14-Dec-2006
Patent Number/Date
Status Expiration Date Published

Attorney(s): DSH AFB
Client Ref:
Agent Ref:

Client Name: Exagen Corporation
Agent Name:
Title: Acute Myelogenous Leukemia Biomarkers

05-218/PCT Patent Cooperation Treaty
Case Type ORD
Application Number/Date US06/10195 20-Mar-2006
Publication Number/Date WO2006/104761 05-Oct-2006
Patent Number/Date
Status Expiration Date Published

Attorney(s): DSH AFB
Client Ref:
Agent Ref:

Client Name: Exagen Corporation
Agent Name:
Title: Unique Sequence Hybridization Probes

Patent List

Owner: EXAG
Case Number/Subcase
Country Name
05-218/US
United States of America

Exagen Corporation

Case Type: ORD
Application Number/Date: 11/112926
22-Apr-2005

Publication Number/Date: US-2006-0223075-A1
05-Oct-2006

Patent Number/Date:
Status: Published
Expiration Date:
Attorney(s): DSH AFB
Client Ref:
Agent Ref:

Client Name: Exagen Corporation
Agent Name:
Title: Unique Sequence Hybridization Probes

05-325/EP
European Patent Convention

PCT
05740216.6
22-Apr-2005

1737981
03-Jan-2007

Published
Attorney(s): DSH AFB
Client Ref:
Agent Ref: 150-245

Client Name: Exagen Corporation
Agent Name: Dr. Volker Vossius
Title: Breast Cancer Gene Expression Biomarkers

05-325/JP
Japan

PCT
2007-508652
13-Oct-2006

Pending
Attorney(s): DSH AFB
Client Ref:
Agent Ref: PF 06065

Client Name: Exagen Corporation
Agent Name: ONDA TECHNO International Patent Attorneys
Title: Breast Cancer Gene Expression Biomarkers

Tuesday, April 15, 2008

Patent List

Owner: EXAG
 Case Number/Subcase
 Country Name
 05-325/US
 United States of America

Exagen Corporation

Case Type
 Application Number/Date
 ORD 11/112944
 22-Apr-2005

Publication Number/Date
 US-2005-0244872
 03-Nov-2005

Patent Number/Date
 Status
 Expiration Date
 Published

Attorney(s): DSH AFB
Client Ref:
Agent Ref:

Client Name: Exagen Corporation
Agent Name:
Title: Breast Cancer Gene Expression Biomarkers

08-252/US

PRO 61/036632

None
 (Not relevant--will not publish)

None
 (Not relevant--will not be examined)

March 14, 2009

Attorney(s): DSH
Client Ref:
Agent Ref:

Client Name: Exagen Corporation
Agent Name:
Title: Biomarkers For Inflammatory Bowel Disease And Irritable Bowel Syndrome

PATENT

REEL: 020819 FRAME: 0493