

ASSIGNMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, each of the undersigned, Wieslaw M. Cholody, Yi Zang, Karina Zuck, Jeffrey W. H. Watthey, Zoe Ohler, Jeffrey Strovel, Gene Ohler, Sheela Chellappan and Janak Padia, hereby sells, assigns and transfers to Avalon Pharmaceuticals (the "Assignee"), having a place of business at 20358 Seneca Meadows Parkway, Germantown, Maryland 20876, a corporation, its successors, assigns and legal representatives, their entire right, title and interest for the United States and all other countries, including Canada, in and to the improvements(s) known as: United States Provisional Application Serial Nos. 60/928,592, filed 10 May 2007, and 60/999,153, filed 15 October 2007, as well as International Application PCT/US2008/006015, filed 9 May 2008, and/or executed on even date herewith and is entitled:

DERIVATIVES OF FLUORENE, ANTHRACENE, XANTHENE, DIBENZOSUBERONE AND ACRIDINE AND USES THEREOF

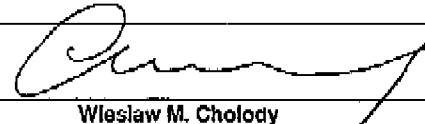
and in and to said application and all divisional, continuing, substitute, renewal, reissue and all other applications for Letters Patent which have been or shall be filed in the United States and all other countries on any of said improvements, and in and to all original, re-examined and reissued patents and extensions thereof which have been or shall be issued in the United States and all other countries, including Canada, on said improvements (hereinafter collectively, the "Improvements").

The undersigned further agrees that said Assignee may apply for and receive Letters Patent for said Improvements in its own name; and, when requested, without charge to but at the expense of Assignee, its successors, assigns and legal representatives, to carry out in good faith the intent and purpose of this assignment, the undersigned will execute all divisional, continuing, substitute, renewal, reissue and all other patent applications on all such Improvements; execute all rightful oaths, assignments, powers of attorney and other papers; communicate to said Assignee, its successors, assigns and representatives all facts known to the undersigned relating to said Improvements and the history thereof; and do everything possible which said Assignee, its successors, assigns or representatives shall consider desirable for aiding in securing and maintaining proper patent protection for said Improvements and for vesting title to said Improvements and all applications for patent and all patents on said improvements in Assignee, its successors, assigns and representatives.

The undersigned hereby represents and warrants to Assignee, its successors, assigns and representatives that no assignment, grant, mortgage, license or other right or agreement affecting the rights and property herein conveyed has been made to others by the undersigned and that full right to convey the same as expressed herein is possessed by the undersigned.

The undersigned hereby grants power to John N. Bain (Reg. No. 18,651); John G. Gilfillan, III (Reg. No. 22,746); Elliot M. Olstein (Reg. No. 24,025); Raymond J. Lillie (Reg. No. 31,778); William Squire (Reg. No. 25,378); Alan J. Grant (Reg. No. 33,389); Francis C. Hand (Reg. No. 22,280); G. Glennon Troublefield (Reg. No. 39050); Raymond E. Stauffer (Reg. No. 47,109); and Michael A. Petrocelli (Reg. No. 53,461) to insert on this Assignment any further identification which may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document. Address correspondence and telephone calls to Alan J. Grant, c/o Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein, 5 Becker Farm Road, Roseland, New Jersey 07068.


IN WITNESS WHEREOF, this Assignment is executed by the undersigned on the date(s) opposite their signature(s):

First Inventor's Signature:  Date: 9-4-08
 Wieslaw M. Cholody

STATE OF Maryland, COUNTY OF Fredrick: SS.:

Before me this 4th day of September, 2008, personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

SHARON M. MacCRACKEN
 Notary Public
 The State of Maryland
 Frederick County
 Commission Expires 1/16/12


 Notary Public

CARELLA, BYRNE, BAIN, GILFILLAN, CECCHI, STEWART & OLSTEIN
 5 Becker Farm Road - Roseland, NJ 07068 • (973) 994-1700

Docket No. 689280-308

PATENT
 REEL: 021577 FRAME: 0937

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Serial No. PCT/US2008/006015

Title: DERIVATIVES OF FLUORENE, ANTHRACENE, XANTHENE, DIBENZOSUBERONE AND ACRIDINE AND USES THEREOF

Docket No. 689290-308

Second Inventor's Signature: _____ Date: _____
Yi Zang

See separate

STATE OF _____ COUNTY OF _____ : SS.:

Signature page

Before me this _____ day of _____, 2008, personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

Notary Public

Third Inventor's Signature: _____ Date: 8/28/08
Marina Zuck

STATE OF Maryland COUNTY OF Frederick : SS.:

Before me this 28th day of August, 2008, personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

SHARON M. MacCRACKEN
Notary Public
The State of Maryland
Frederick County
Commission Expires 1/16/12

Sharon M. MacCracken
Notary Public

Fourth Inventor's Signature: _____ Date: 9/4/08
Jeffrey W. H. Watthey

STATE OF Maryland COUNTY OF Frederick : SS.:

Before me this 4th day of September, 2008, personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

SHARON M. MacCRACKEN
Notary Public
The State of Maryland
Frederick County
Commission Expires 1/16/12

Sharon M. MacCracken
Notary Public

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Serial No. PCT/US2008/006015

Title: DERIVATIVES OF FLUORENE, ANTHRACENE, XANTHENE, DIBENZOSUBERONE AND ACRIDINE AND USES THEREOF

Docket No. 689290-308

Fifth Inventor's Signature: [Signature] Date: 9/9/08
Zoe Ohler

STATE OF Maryland COUNTY OF frederick : SS.:

Before me this 9th day of September, 2008, personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

SHARON M. MacCRACKEN Notary Public The State of Maryland Frederick County Commission Expires 1/16/12

[Signature] Notary Public

Sixth Inventor's Signature: [Signature] Date: 9/13/08
Jeffrey Stravel

STATE OF Maryland COUNTY OF Frederick : SS.:

SHARON M. MacCRACKEN Notary Public The State of Maryland Frederick County Commission Expires 1/16/12

Before me this 8th day of September, 2008, personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

[Signature] Notary Public

Seventh Inventor's Signature: [Signature] Date: 9/15/08
Gene Ohler Norman E. Ohler

COUNTY OF frederick : SS.:

Before me this 5th day of September, 2008, personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

[Signature] Notary Public

SHARON M. MacCRACKEN Notary Public The State of Maryland Frederick County Commission Expires 1/16/12

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Serial No. PCT/US2008/006015

Title: DERIVATIVES OF FLUORENE, ANTHRACENE, XANTHENE, DIBENZOSUBERONE AND ACRIDINE AND USES THEREOF

Docket No. 689290-308

Eighth Inventor's Signature: Sheela Chellappan Date: 08/28/08
Sheela Chellappan

COUNTY OF Frederick : SS.: State of Maryland

Before me this 28th day of August, 2008, personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

SHARON M. MacCRACKEN
Notary Public
The State of Maryland
Frederick County
Commission Expires 1/16/12

Sharon M. MacCracken
Notary Public

Ninth Inventor's Signature: Janak K Padia Date: 9/02/08
Janak Padia

STATE OF Maryland COUNTY OF Frederick : SS.:

Before me this 2nd day of September, 2008, personally appeared the above named individual(s), to me known to be the person(s) who are described in and who executed the foregoing assignment instrument and acknowledged to me that they executed the same of their own free will for the purpose therein expressed.

Sharon M. MacCracken
Notary Public

SHARON M. MacCRACKEN
Notary Public
The State of Maryland
Frederick County
Commission Expires 1/16/12

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