PATENT ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT			
NATURE OF CONVEYANCE:		ASSIGNMENT			
CONVEYING PARTY DATA					
Name				Execution Date	
Pingwah Tang				02/18/2008	
Steven Dinh				02/20/2008	
RECEIVING PARTY DATA					
Name: Emisphere Technologies, Inc.					
Street Address:	240 Cedar Knolls Road				
Internal Address:	Suite 200				
City:	Cedar Knolls				
State/Country:	NEW JERSEY				
Postal Code:	07927-1621				
PROPERTY NUMBER	S Total: 1				
					19597994
Property Type			Number		630
Application Number: 12527		221		÷	
CORRESPONDENCE DATA					
CORRESPONDENCE DATA Fax Number: (212)527-7701					
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.					
Phone: 2125277700					C
Email: sbahmaie@darbylaw.com					
Correspondent Name: S. Peter Ludwig					
Address Line 1: P.O. Box 770					
Address Line 2: Church Street Station					
Address Line 4: New York, NEW YORK 10008-0770					
ATTORNEY DOCKET NUMBER:		01946/1205346-US1			
NAME OF SUBMITTER:		Sarah Bahmaie			
Total Attachments: 2					
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ASSIGNMENT

I, Pingwah Tang, a citizen of the United States of America, residing at c/o Emisphere Technologies, Inc.; 765 Old Saw Mill River Road; Tarrytown, New York 10591; United States of America; and

I, Steven Dinh, a citizen of the United States of America, residing at 111 Ridgecrest Road; Briarcliff Manor, New York 10510; United States of America;

and each of us, if more than one person is identified above (hereinafter "ASSIGNOR") in consideration of the sum of Ten Dollars (\$10.00), or the equivalent thereof, and other good and valuable consideration, the sufficiency of which and receipt of which are hereby acknowledged, paid to ASSIGNOR by

EMISPHERE TECHNOLOGIES, INC.

a Corporation organized under the laws of the State of Delaware, United States of America, located at 240 Cedar Knolls Road, Suite 200, Cedar Knolls, New Jersey 07927, United States of America (hereinafter "ASSIGNEE"), do hereby sell and assign to said ASSIGNEE, its successors and assigns, the below indicated right, title, and interest, **throughout the world** in and to my Invention entitled:

COMPOUNDS HAVING A CYCLIC MOIETY AND COMPOSITIONS FOR DELIVERING ACTIVE AGENTS

invented by me and described in the United States Provisional Patent Application No. 60/890,458, filed on February 16, 2007, and International Patent Application No. PCT/US08/54245, filed on February 19, 2008, and all patents, divisions, reissues, continuations and any extensions thereof and rights of priority therein, said interest being my entire ownership interest in the same, to be held and enjoyed by said ASSIGNEE, its successors, assigns, or other legal representatives, to the full end of the term thereof, as fully and entirely as the same would have been held and enjoyed by me if this assignment and sale had not been made, including all rights of Assignor to recover for past infringement thereof;

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Attorney Docket No.: 01946/2205346-WO0

And for the consideration aforesaid, I hereby covenant and agree to and with said ASSIGNEE, its successors and assigns, that whenever ASSIGNEE, its counsel or representative, or the counsel or representative of its successors or assigns, shall advise that an amendment to, or a division of, or any other proceeding or action in connection with an application concerning said Invention, including interference proceedings, is lawful and desirable, or that a reissue or continuation or extension of such application or patent issuing therefrom is lawful and desirable, I will sign all papers and drawings, take all rightful oaths and affidavits, and do all acts necessary or required to be done for the procurement of all lawful rights associated with the Invention, or for the reissue or continuation or extension of the same, will do all acts necessary or required to secure in said ASSIGNEE, its successors or assigns, the title to and full benefit of all rights hereby assigned, without charge to said ASSIGNEE or its successors or assigns, but at its or their expense; and I hereby appoint every present or future officer of said ASSIGNEE as my agent to sign all such papers and to do all such necessary acts on my behalf, to the fullest extent permitted by law;

And I hereby authorize and request the Commission of Patents and Trademarks and any other granting authority to issue any Letters Patent resulting from said Invention and application(s) concerning same to said ASSIGNEE.

This assignment shall have an effective date of February 18, 2008.

I declare under penalty of perjury under the laws of the United States of America, and under penalty of the laws of any other jurisdiction before which this document may be presented, that I have signed this document as my own free act and that all of the foregoing is true and correct.

Dated: $f = \sqrt{8, 2008}$ Dated: $\frac{2/20/08}{2}$

Pingwah/Fang, Inventor

Steven Dinh, Inventor

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