

**PATENT ASSIGNMENT**

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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
Pain Therapeutics, Inc.	01/29/2010
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Albert Einstein College of Medicine of Yeshiva University
<b>Street Address:</b>	1300 Morris Park Avenue
<b>City:</b>	Bronx
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10461
<b>PROPERTY NUMBERS Total: 1</b>	
<b>Property Type</b>	<b>Number</b>
Patent Number:	6765010
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(212)336-8100
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<b>ATTORNEY DOCKET NUMBER:</b>	96700-1594
<b>NAME OF SUBMITTER:</b>	Craig J. Arnold
<b>Total Attachments: 2</b> source=PainTherapeuticsAssisgnment#page1.tif source=PainTherapeuticsAssisgnment#page2.tif	

CH \$40.00 6765010

ASSIGNMENT OF INVENTION

In consideration of the payment by ASSIGNEE to ASSIGNOR of good and valuable consideration, the receipt of which is hereby acknowledged,

ASSIGNOR:

Pain Therapeutics, Inc.  
2211 Bridgepointe Parkway, Suite 500  
San Mateo, CA 94404

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hereby sells, assigns, and transfers to ASSIGNEE:

Albert Einstein College of Medicine of Yeshiva University  
1300 Morris Park Avenue  
Bronx, New York 10461  
USA

and the successors, assigns, and legal representatives of the ASSIGNEE, the entire right, title, and interest for the United States and its territorial possessions, and in all foreign countries and regions, including all rights to claim priority, in and to the invention entitled:

**COMPOSITION AND METHODS FOR ENHANCING ANALGESIC POTENCY OF  
TRAMADOL AND ATTENUATING ITS ADVERSE SIDE EFFECTS**

which is found in U.S. Patent No. 6,765,010, issued July 20, 2004, and any legal equivalent thereof in a foreign country or region, including the right to claim priority, including any and all improvements disclosed therein, and in and to all Letters Patent to be obtained for said invention by the above applications, or any continuation, division, renewal, or substitute thereof, and, as to Letters Patent, any reissue or re-examination thereof.

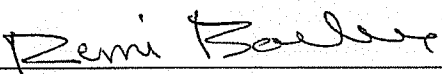
ASSIGNOR hereby covenants that no assignment, sale, agreement, or encumbrance has been, or will be, made or entered into which would conflict with this Assignment.

ASSIGNOR authorizes ASSIGNEE to make applications for, and to receive, Letters Patent for said invention in any of said countries or regions, in ASSIGNEE'S name, or in ASSIGNOR'S name, at ASSIGNEE'S election.

ASSIGNOR covenants and agrees to execute or procure any further necessary assurance of the title to said invention, and any Letters Patent which may issue therefor, and to, at any time, upon the request and at the expense of ASSIGNEE, deliver any testimony in any interference, litigation, or proceeding related thereto, and to execute all papers that may be necessary or desirable to perfect the title to said invention, or any Letters Patent which may be granted therefor in ASSIGNEE, its successors, assigns, or other legal representatives, and to, at any time, upon the request and at the expense of ASSIGNEE, execute any continuation, continuation-in-part, divisional, renewal, or substitute thereof, and, as to Letters Patent, any reissue or re-examination thereof, or any other additional applications for Letters Patent for said invention or any part thereof, all of which applications and any Letters Patent issuing thereon are hereby assigned to ASSIGNEE, will make all rightful oaths or declarations, and do all lawful acts requisite for procuring the same therein, without further compensation, but at the expense of ASSIGNEE, its successors, assigns, or other legal representatives.

ASSIGNOR authorizes and requests the Commissioner of Patents to issue any and all Letters Patent of the United States for said invention, resulting from the aforesaid application, to said Albert Einstein College of Medicine of Yeshiva University, as the ASSIGNEE.

WITNESS my hand and seal on:

  
\_\_\_\_\_  
Remi Barbier  
President & CEO

1/29/10  
\_\_\_\_\_  
Date