

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
EPIX Delaware, Inc.	12/01/2009
RECEIVING PARTY DATA	
Name:	Cystic Fibrosis Foundation Therapeutics, Inc.
Street Address:	6931 Arlington Road
City:	Bethesda
State/Country:	MARYLAND
Postal Code:	20814
PROPERTY NUMBERS Total: 1	
Property Type	Number
PCT Number:	US0967667
CORRESPONDENCE DATA	
Fax Number:	(617)523-1231
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	617-570-8745
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ATTORNEY DOCKET NUMBER:	CFT-001PC
NAME OF SUBMITTER:	Chad E. Davis
Total Attachments: 3 source=CFT001PCAssignment#page1.tif source=CFT001PCAssignment#page2.tif source=CFT001PCAssignment#page3.tif	

OP \$40.00 US0967667

PATENT ASSIGNMENT

This Patent Assignment (this "*Assignment*") is made effective as September 21, 2009, by and among **EPIX PHARMACEUTICALS, INC. ("Epix")**, **EPIX DELAWARE, INC. ("Epix Delaware,"** together with **Epix, "Assignor")** and **CYSTIC FIBROSIS FOUNDATION THERAPEUTICS, INC.**, a Maryland non-profit corporation ("*Assignee*").

WHEREAS, Epix Delaware is a wholly owned subsidiary of Epix;

WHEREAS, Assignor is the sole owner of the United States and foreign patents and patent applications on Schedule A hereto (the "*Patents*");

WHEREAS, Epix and Assignee entered into that certain Termination Agreement, dated as of September 21, 2009 (the "*Termination Agreement*") pursuant to which (i) Epix and Assignee terminated that certain Research, Development and Commercialization Agreement dated April 1, 2008 and (ii) Assignee acquired all of Epix's right, title and interest in and to the Patents; and


WHEREAS, Assignor has agreed with Assignee for the transfer to it of Assignor's whole right, title and interest in and to such Patents and the inventions claimed therein.

WITNESSETH that, for the consideration pursuant to that certain Termination Agreement, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor, as beneficial owner, hereby confirms that it has assigned and transferred, and hereby assigns and transfers, to Assignee Assignor's whole right, title and interest throughout the world in and to the Patents, and the inventions they claim (including subject matter capable of being reduced to a patent claim in a reissue or reexamination proceeding relating to any of the Patents and subject matter that could have been included as a claim in any of the Patents), and any and all divisional, continuation, continuation-in-part or substitute patent applications which claim priority (directly or indirectly, in whole or in part) to any of the Patents, and any patents in the United States of America or any foreign country granted therefor and thereon, and in and to any and all reissues or extensions of the Patents, and in and to any application, filed in any foreign country, claiming priority (directly or indirectly, in whole or in part) from the Patents (including, without limitation, the right to file said foreign applications and claim priority under the provisions of any international convention or treaty), and the full exclusive benefits thereof, and all rights, privileges and advantages appertaining thereto, including any and all rights to damages, profits or recoveries of any nature for past infringement of any of the foregoing patents and patent applications including without limitation, all actions and other enforcement rights for damages, injunctive relief and any other remedies of any kind for any past, current or future infringement or other impairment of any of the Patents and the right to receive all proceeds and damages therefrom; and rights to collect royalties or other payments under or on account of any of the Patent Rights or any of the foregoing; and the right to pay any and all maintenance fees, taxes and the like, to hold the same unto and to the use of Assignee, its successors and assigns absolutely during the residue of the respective terms for which the Patents and such other patents were granted and during any such terms (all of the foregoing patent rights and other rights, collectively referred to as the "*Patent Rights*"). Assignor hereby authorizes and requests the appropriate governmental authority of the United States of America or any foreign country to issue all patents resulting from any of the foregoing


Patent Rights to the Assignee, as the assignee of the entire interest therein. Assignor hereby covenants that Assignor has not executed and will not execute any agreements inconsistent with this Assignment.

Upon Assignee's written request, Assignor hereby agrees to execute, at Assignee's expense, such additional form(s) of assignment for the foregoing patents and patent applications as may be reasonably required by the appropriate governmental authority of the United States of America or any foreign country for recordation of this Assignment.

Executed this 15th day of December, 2009.



EPIX Pharmaceuticals, Inc.
By: Joseph F. Finn, Jr., C.P.A.
Assignee for the Benefit of Creditors of
EPIX Pharmaceuticals, Inc.



EPIX Delaware, Inc., *wholly owned*
subsidiary of EPIX Pharmaceuticals, Inc.
By: Joseph F. Finn, Jr., C.P.A.
Assignee for the Benefit of Creditors of
EPIX Pharmaceuticals, Inc.

SCHEDULE A
PATENTS

Assignor hereby assigns to Assignee the patents and patent applications listed below. Assignee shall have the right to prepare multiple versions of this Schedule A that list one or more of the Patent Rights for a single country for recordation with the appropriate governmental authority of such country.

Title		Patent/ Application Number	Patent Filing Date
Pyrimidine Compounds and Methods of Making and Using Same		61/122187	Filed: Dec. 12, 2008
Pyrimidine Compounds and Methods of Making and Using Same		61/184,356	Filed: June 5, 2009
Pyrimidine Compounds and Methods of Making and Using Same		61/220,689	Filed: June 26, 2009
Arylpyrimidine Compounds and Combination Therapy Comprising Same for Treating Cystic Fibrosis & Related Disorders		61/225,906	Filed: July 15, 2009

PATENT

RECORDED: 10/04/2010

REEL: 025085 FRAME: 0918