

Form PTO-1595 (Rev. 03-11)
OMB No. 0651-0027 (exp. 03/31/2012)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)

Cortex Pharmaceuticals, Inc.

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Biovail Laboratories International, S.r.l.

Internal Address: _____

Street Address: _____

City: Welches

State: Parish: Christ Church

Country: Barbados, West Indies Zip: BB17154

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance/Execution Date(s):

Execution Date(s) March 25, 2010

- Assignment Merger
- Security Agreement Change of Name
- Joint Research Agreement
- Government Interest Assignment
- Executive Order 9424, Confirmatory License
- Other _____

4. Application or patent number(s):

This document is being filed together with a new application.

A. Patent Application No.(s)

12/657,924
12/807,379

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address to whom correspondence concerning document should be mailed:

Name: Henry D. Coleman

Internal Address: _____

Street Address: 714 Colorado Ave

City: Bridgeport

State: CT Zip: 06605

Phone Number: (203) 366-3560

Fax Number: (203) 335-6779

Email Address: _____

6. Total number of applications and patents involved: 2

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 80.00

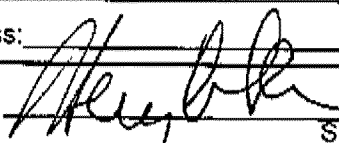
- Authorized to be charged to deposit account
- Enclosed
- None required (government interest not affecting title)

8. Payment Information

Deposit Account Number 040838

Authorized User Name Henry D. Coleman

9. Signature:


Signature

5-13-11
Date

Henry D. Coleman
Name of Person Signing

Total number of pages including cover sheet, attachments, and documents: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O.Box 1450, Alexandria, V.A. 22313-1450

CH \$80.00 040838 12657924

ASSIGNMENT

WHEREAS, **Cortex Pharmaceuticals, Inc.**, whose full post office address is 15241 Barranca Parkway, Irvine, California in the United States of America 92618 ("Cortex"), possesses the full right, title and interest for and in an invention entitled

"BICYCLIC AMIDES FOR ENHANCING GLUTAMATERGIC SYNAPTIC RESPONSES"

described in the patents and patent applications set forth on Schedule 1 hereto, and any subsequent patent applications claiming priority thereto; and

WHEREAS, **Biovail Laboratories International SRL**, whose full post office address is Welches, Christ Church, Barbados, BB17154 ("BLS"), is desirous of acquiring the entire right, title and interest in and to the aforesaid invention, including any tangible materials embodied in or encompassed by the invention and any trade secrets pertaining to the invention, and any improvements thereon, (the "Invention") and in and to said applications for Letters Patent thereon in the United States, its territories and possessions ("United States") and all foreign countries, including rights to claim priority, to any applications, and in and to any Letters Patent of the United States or any foreign country which may be granted therefor, including any and all reissues, divisions, continuations, continuations-in-part, renewals, substitutes, or extensions thereof (the "Rights");

NOW, THEREFORE, to all whom it may concern, be it known that for good and valuable consideration, the receipt of which is hereby acknowledged, Cortex has sold, assigned, transferred and conveyed, and does hereby sell, assign, transfer and convey to BLS, its successors, assigns, nominees or other legal representatives, the entire right, title and interest in and to the aforesaid Invention and Rights, including those set forth on the attached Schedule 1. The aforesaid assignment includes the right in and to all income, royalties, damages and payments now or hereafter due or payable with respect to any Letters Patent which is or may be granted, and in and to all causes of action (either in law or in equity), and the right to sue, counterclaim, and recover for past, present and future infringement of the rights assigned or to be assigned under this Assignment, as fully and entirely as the same would have been held and enjoyed by Cortex if this sale and assignment had not been made;

AND Cortex hereby authorizes and requests the appropriate governmental officials to issue any and all such United States or foreign Letters Patent under said invention, or resulting from any of said applications thereof, to the BLS, as the assignee of the entire right, title and interest in and to the same;

AND Cortex hereby represents, warrants and covenants that it has the full right to convey the entire interest herein assigned, that it has not executed and will not execute any instrument or assignment in conflict herewith, and that the rights assigned herein are not otherwise encumbered by any grant, license or right;

AND Cortex further covenants and agrees that Cortex will at any time upon

request make, execute and deliver without further compensation, any and all other instruments in writing, including further applications, papers, affidavits, power of attorney, assignments, and other documents, and do all lawful acts and things, which, in the opinion of counsel for BLS, its successors, assigns, nominees or legal representatives, may in any country be required or necessary more effectively to secure to and vest in BLS, its successors and assigns the entire right, title and interest in and to said Invention and Rights hereby sold, assigned, transferred and conveyed, including those listed on the attached Schedule 1, and that Cortex will sign any applications for reissue, division, continuation, continuation-in-part, renewal, substitute or extension of said application for Letters Patent or any resulting Letters Patent;

AND Cortex further covenants and agrees that Cortex will at any time upon request communicate to the BLS, its successors, assigns, nominees or other legal representatives any facts relating to the aforesaid invention known to it, and will testify as to the same in any interference, litigation, mediation, arbitration or other proceeding when requested to do so.

In witness whereof, I/we have hereunto signed my/our name/s on the day and year set forth below.

Signed at Irvine, in the County/State of Orange/CA
 on this 25 day of March, 2010.

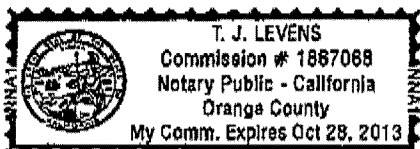
CORTEX PHARMACEUTICALS, INC.

[Signature]
 NAME: Mark A Varney
 TITLE: President & CEO

ACKNOWLEDGEMENT

On this 25 day of MARCH, 2010, personally appeared before me the above named MARK A. VARNEY, to me personally known, and known by me to be the same person described in and who executed the foregoing instrument, and acknowledged that he/she executed same, as his/her free act and deed, and for the purposes set forth, on the day and year aforesaid.

[Signature]
 NAME: T. J. LEVENS
 A Notary Public in and for CA



Schedule 1

Bicyclic Amides for Enhancing Glutamatergic Synaptic Responses		
<i>(Respiratory Depression national filings)</i>		
National Applications of C21-081B		
C21-081B AU	AU 2010200563	Application
C21-081B BR	BR (AN TBA)	Application
C21-081B CA	CA (AN TBA)	Application
C21-081B CN	CN (AN TBA)	Application
C21-081B EP	EP (AN TBA)	Application
C21-081B ID	ID W00-2010-00707	Application
C21-081B IL	IL (AN TBA)	Application
C21-081B IN	IN (AN TBA)	Application
C21-081B JP	JP (AN TBA)	Application
C21-081B KR	KR 10-2010-7005366	Application
C21-081B MX	MX/a/2010/001630	Application
C21-081B MY	MY (AN TBA)	Application
C21-081B NZ	NZ (AN TBA)	Application
C21-081B RU	RU 2010107795	Application
C21-081B SG	SG (AN TBA)	Application
C21-081B US.Nat	US (AN TBA)	Application
C21-081B ZA	ZA (AN TBA)	Application

Bicyclic Amides for Enhancing Glutamatergic Synaptic Responses		
<i>(Respiratory Depression filings)</i>		
PCT & US National Filings of C21-081D		
C21-081D PCT	PCT/US10/00254	PCT Application
C21-081D US	US 12/657,924 US Utility Application Claiming Priority to US Provisional Application # US61/206,642	Application

DB1/64567236.2

PATENT

RECORDED: 05/13/2011

REEL: 026274 FRAME: 0423