

Form PTO-1595 (Rev. 03/01) **RECORDATION FORM COVER SHEET PATENTS ONLY** U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

OMB No. 0651-0027 (exp. 5/31/2002)
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
STEINER, Mitchell S.
VEVERKA, Karen A.
DALTON, James T.
MILLER, Duane D.
 Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
 Name: University of Tennessee Research Foundation
 Internal Address:

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other CORRECTION BY DECLARATION TO CORRECT ASSIGNMENT RECORDED AT 017442/0081
 Execution Date: April 14, 2011

Street Address: 211 Conference Center Building
600 Henley Street
 City: Knoxville State: TN Zip: 37996
 Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):
 If this document is being filed together with a new application, the execution date of the application is:
 A. Patent Application No.(s)
10/861,923
 Additional numbers attached? Yes No

B. Patent No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Pearl Cohen Zedek Latzer, LLP
 Internal Address:

 Street Address: 1500 Broadway
12th Floor
 City: New York State: NY Zip: 10036

6. Total number of applications and patents involved:
 7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account
 8. Deposit account number:
50-3355
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.
 _____ /Mark S. Cohen/ _____ May 30, 2011
 Name of Person Signing Signature Date

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

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, D.C. 20231

CH \$40.00 503355 10861923

DECLARATION

The undersigned, hereby declares that through error and mistake, the Assignment attached hereto as Appendix A which was recorded at the United States Patent and Trademark Office on April 9, 2006 at Reel 017442, Frame 0081 (the "Original Assignment") incorrectly identified GTX, Inc. located at 3 North Dunlap, 3rd Floor Van Fleet Building, Memphis, TN 38163 USA (GTX) as the owner and legal Assignee of the entire title of United States Patent U.S. Serial No. 10/861,923, filed June 7, 2004, entitled **TREATING MUSCLE WASTING WITH SELECTIVE ANDROGEN RECEPTOR MODULATORS** (the "Patent Application"). The correct owner of the entire title in and to the Patent Application is University of Tennessee Research Foundation located at 211 Conference Center Building, 600 Henley Street, Knoxville TN, 37996 (UTRF).

The undersigned hereby declare that at the time of filing the Patent Application, GTX was not the legal assignee of the entire title of the Patent Application but rather UTRF was the correct owner.

The undersigned hereby declare that the Original Assignment is null, void and of no effect, and is replaced by the Assignment attached hereto as Appendix B (the "Assignment") from the named inventors of the Patent Application, namely: Mitchell S. Steiner, Karen A. Veverka, James T. Dalton and Duane D. Miller to UTRF.

The undersigned hereby declares that prior to giving effect to the Assignment, the full right to convey the Patent Application as herein expressed by each of the undersigned named inventors is possessed by them and that no other transfer, conveyance, sale and/or assignment of the Patent Application has been made to others.

INVENTORS:

Witness:

Signature

Name

Address

Date

Inventor's signature
STEINER, Mitchell S.

Witness:

[Signature]
Signature
Suzann Hixson
Name
911 Harbor Edge Cir. Memphis TN 38103
Address
4/14/11
Date

[Signature]
Inventor's signature
VEVERKA, Karen A.

Witness:

[Signature]
Signature
Suzann Hixson
Name
911 Harbor Edge Cir. Memphis TN 38103
Address
4/14/11
Date

[Signature]
Inventor's signature
DALTON, James T.

Witness:

[Signature]
Signature
Suzann Hixson
Name
71 Harbor Edge Cir. Memphis TN 38103
Address
4/14/11
Date

[Signature]
Inventor's signature
MILLER, Duane D.

GTx, Inc

By: *[Signature]*
Name: HENRY A DOUGRELL
Title: Vice President, General Counsel.
Date: 4/15/2011

INVENTORS:

Witness: [Signature] Signature
Suzan Hixson Name
691 Harbor Edge Memphis TN 38103 Address
4/14/2011 Date

[Signature] Inventor's signature
 STEINER, Mitchell S.

Witness: _____ Signature
 _____ Name
 _____ Address
 _____ Date

 INVENTOR'S SIGNATURE
 VEVERKA, Karen A.

Witness: _____ Signature
 _____ Name
 _____ Address
 _____ Date

 INVENTOR'S SIGNATURE
 DALTON, James T.

Witness: _____ Signature
 _____ Name
 _____ Address
 _____ Date

 INVENTOR'S SIGNATURE
 MILLER, Duane D.

GTx, Inc
 By: _____
 Name: _____
 Title: _____
 Date: _____

APPENDIX A

Docket No.: P-4643-US3**ASSIGNMENT**

In consideration of One Dollar (\$1.00), and other good and valuable considerations, the Receipt of which is hereby acknowledged, I the undersigned, STEINER, Mitchell S. residing at 8894 Silver Bark Drive, Germantown, TN 38138, USA; VEVERKA, Karen A. residing at 669 Featherwind Cove S., Cordova, TN 38018, USA; DALTON, James T. residing at 4180 Greensview Drive, Upper Arlington, OH 43220, USA; MILLER, Duane D. residing at 8706 Maple Creek Cove Germantown, TN 38139, USA

Hereby sell, assign and transfer to GTx, Inc., located at Van Vleet Building, 3rd Floor, 3 North Dunlap, Memphis, TN 38163 its successors, assigns and legal representatives, the entire right, title and interest for all countries, in and to any and all inventions which are disclosed and claimed, and as possessed by the undersigned, any and all inventions which are disclosed but not claimed in the application for United States Patent U.S. Serial No. 10/861,923 filed June 7, 2004 and being entitled:

**TREATING MUSCLE WASTING WITH SELECTIVE ANDROGEN RECEPTOR
MODULATORS.**

and in and to said application and all divisional, continuing, substitute, renewal, reissue, and all other applications for U.S. Letters Patent or other related property rights in any and all foreign countries which have been or shall be filed on any of said inventions disclosed in said application; and in and to all original and reissued patents or related foreign documents which have been or shall be issued on said inventions. I hereby authorize and request the attorney of record of the firm Eitan, Pearl, Latzer & Cohen Zedek, LLP, 10 Rockefeller Plaza, Suite 1001, New York, New York 10020, to insert in the parentheses above, the filing date and US Serial No. of said application when known;

Authorize and request the Commissioner of Patents of the United States to issue to said Assignee, the corporation above named, its successors, assigns and legal representatives, in accordance with this assignment, any and all United States Letters Patent on said inventions or any of them disclosed in said application;

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Agree that said Assignee may apply for and receive foreign Letters Patent or rights of any other kind for said inventions, or any of them; and may claim, in applications for said foreign Letters Patent or other rights, the priority of the aforesaid United States patent application under the provisions of the International Convention of 1883 and later modifications thereof, under the Patent Cooperation Treaty, under the European Patent Convention or under any other available international agreement; and that, when requested, without charge to, but at the expense of, said Assignee, its successors, assigns and legal representatives, to carry out in good faith the intent and purpose of this assignment, the under-signed or the undersigned's executors or administrators will, for the United States and all foreign countries, execute all divisional, continuing, substitute, renewal, reissue, and all other patent applications or other documents on any and all said inventions; execute all rightful oaths, assignments, powers of attorney, and other papers; communicate to said Assignee, its successors, assigns and representatives, all facts known and documents available to the undersigned relating to said inventions and the history thereof; testify in all legal proceedings; and generally do everything possible which said Assignee, its successors, assigns or representatives shall consider desirable for aiding in securing, maintaining and enforcing proper patent protection for said inventions and for vesting title to said inventions and all applications for patents or related foreign rights and all patents on said inventions, in said Assignee, its successors, assigns and legal representatives; and

COVENANT with said Assignee, its successors, assigns and legal representatives that no assignment, grant, mortgage, license or other 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 herein expressed is possessed by the undersigned.

Witness:	<u>Marie Bates</u> [Signature]	<u>[Signature]</u> [Inventor's Signature]
	<u>Marie Bates</u> [Name]	<u>STEINER, Mitchell S.</u>
	<u>300 Dunlap St.</u> [Address]	
	<u>Memphis, TN 38163</u>	
	<u>10/2/06</u> [Date]	
	[day / month / year]	

Docket No.: P-4643-US3

Witness: Marie Bates [Signature]
Marie Bates [Name]
320 Dunlap St [Address]
Memphis, TN 38103
8/2/06 [Date]
[day / month / year]

[Signature] [Inventor's Signature]
VEVERKA, Karen A.

Witness: _____ [Signature]
_____ [Name]
_____ [Address]
_____ [Date]
[day / month / year]

[Inventor's Signature]
DALTON, James T.

Witness: Marie Bates [Signature]
Marie Bates [Name]
320 Dunlap St [Address]
Memphis, TN 38103
8/2/06 [Date]
[day / month / year]

[Signature] [Inventor's Signature]
MILLER, Duane D.

Docket No.: P-4643-US3

Witness: _____ [Signature] _____ [Inventor's Signature]
 _____ [Name] VEVERKA, Karen A.
 _____ [Address]
 _____ [Date]
 _____ [day / month / year]

Witness: *[Signature]* [Signature] *[Signature]* [Inventor's Signature]
Christopher Cross [Name] DALTON, James T.
130 W. Henderson Rd [Address]
21 / 03 / 2006 [Date]
 _____ [day / month / year]

Witness: _____ [Signature] _____ [Inventor's Signature]
 _____ [Name] MILLER, Duane D.
 _____ [Address]
 _____ [Date]
 _____ [day / month / year]

APPENDIX B

Docket No.: P-4643-US3**ASSIGNMENT**

In consideration of One Dollar (\$1.00), and other good and valuable consideration, the Receipt of which is hereby acknowledged, I the undersigned, STEINER, Mitchell S. residing at 2600 Forest-Hill Irene Road, Germantown, TN 38139, USA; VEVERKA, Karen A. residing at 669 Featherwind Cove S., Cordova, TN 38018, USA; DALTON, James T. residing at 9896 Rue Bienville Place, Lakeland, TN 38002, USA; MILLER, Duane D. residing at 8706 Maple Creek Cove Germantown, TN 38139-6437, USA;

Hereby sell, assign and transfer to University of Tennessee Research Foundation, located at 211 Conference Center Building, 600 Henley Street, Knoxville, TN 37996, its successors, assigns and legal representatives (hereinafter, the "Assignee"), the entire right, title and interest for all countries, in and to any and all inventions which are disclosed and claimed, and as possessed by the undersigned, any and all inventions which are disclosed but not claimed in the application for United States Patent U.S. Serial No. 10/861,923 filed June 7, 2004 and is entitled

**TREATING MUSCLE WASTING WITH SELECTIVE ANDROGEN RECEPTOR
MODULATORS**

and in and to said application and all divisional, continuing, substitute, renewal, reissue, and all other applications for U.S. Letters Patent or other related property rights in any and all foreign countries which have been or shall be filed on any of said inventions disclosed in said application; and in and to all original and reissued patents or related foreign documents which have been or shall be issued on said inventions;

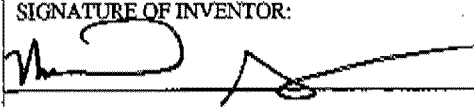
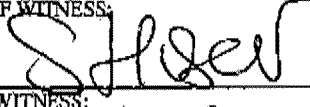
Authorize and request the Commissioner of Patents of the United States to issue to said Assignee, the corporation above named, its successors, assigns and legal representatives, in accordance with this assignment, any and all United States Letters Patent on said inventions or any of them disclosed in said application;

Agree that said Assignee may apply for and receive foreign Letters Patent or rights of any other kind for said inventions, or any of them; and may claim, in applications for said foreign Letters Patent or other rights, the priority of the aforesaid United States patent application under the provisions of the International Convention of 1883 and later modifications thereof, under the Patent Cooperation Treaty, under the European Patent Convention or under any other available international agreement; and that, when requested, without charge to, but at the expense of, said Assignee, its

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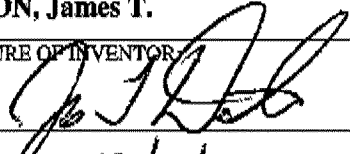
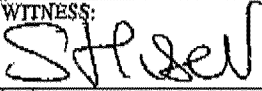
successors, assigns and legal representatives, to carry out in good faith the intent and purpose of this assignment, the under-signed or the undersigned's executors or administrators will, for the United States and all foreign countries, execute all divisional, continuing, substitute, renewal, reissue, and all other patent applications or other documents on any and all said inventions; execute all rightful oaths, assignments, powers of attorney and other papers; communicate to said Assignee, its successors, assigns and representatives, all facts known and documents available to the undersigned relating to said inventions and the history thereof; testify in all legal proceedings; and generally do everything possible which said Assignee, its successors, assigns or representatives shall consider desirable for aiding in securing, maintaining and enforcing proper patent protection for said inventions and for vesting title to said inventions and all applications for patents or related foreign rights and all patents on said inventions, in said Assignee, its successors, assigns and legal representatives; and

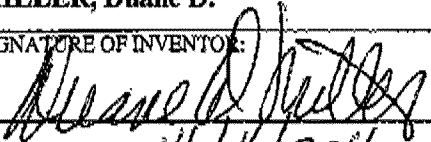

COVENANT with said Assignee, its successors, assigns and legal representatives that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed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

FULL NAME OF INVENTOR: STEINER, Mitchell S.	FULL NAME OF WITNESS: Suzann Hixson
SIGNATURE OF INVENTOR: 	SIGNATURE OF WITNESS: 
DATE: <u>14/4/2011</u> (day / month / year)	ADDRESS OF WITNESS: 691 Heber Edge Cir Memphis TN 38103

FULL NAME OF INVENTOR: VEVERKA, Karen A.	FULL NAME OF WITNESS:
SIGNATURE OF INVENTOR:	SIGNATURE OF WITNESS:
DATE: _____ (day / month / year)	ADDRESS OF WITNESS:

Docket No.: P-4643-US3

FULL NAME OF INVENTOR: DALTON, James T.	FULL NAME OF WITNESS: Suzann Hixson
SIGNATURE OF INVENTOR: 	SIGNATURE OF WITNESS: 
DATE: <u>14/4/2011</u> (day / month / year)	ADDRESS OF WITNESS: 691 Harbor Edge Cir #101 Memphis TN 38103

FULL NAME OF INVENTOR: MILLER, Duane D.	FULL NAME OF WITNESS: Suzann Hixson
SIGNATURE OF INVENTOR: 	SIGNATURE OF WITNESS: 
DATE: <u>14/4/2011</u> (day / month / year)	ADDRESS OF WITNESS: 691 Harbor Edge Cir #101 Memphis TN 38103

Docket No.: P-4643-US3**ASSIGNMENT**

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Hereby sell, assign and transfer to University of Tennessee Research Foundation, located at 211 Conference Center Building, 600 Henley Street, Knoxville, TN 37996, its successors, assigns and legal representatives (hereinafter, the "Assignee"), the entire right, title and interest for all countries, in and to any and all inventions which are disclosed and claimed, and as possessed by the undersigned, any and all inventions which are disclosed but not claimed in the application for United States Patent U.S. Serial No. 10/861,923 filed June 7, 2004 and is entitled

**TREATING MUSCLE WASTING WITH SELECTIVE ANDROGEN RECEPTOR
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and in and to said application and all divisional, continuing, substitute, renewal, reissue, and all other applications for U.S. Letters Patent or other related property rights in any and all foreign countries which have been or shall be filed on any of said inventions disclosed in said application; and in and to all original and reissued patents or related foreign documents which have been or shall be issued on said inventions;

Authorize and request the Commissioner of Patents of the United States to issue to said Assignee, the corporation above named, its successors, assigns and legal representatives, in accordance with this assignment, any and all United States Letters Patent on said inventions or any of them disclosed in said application;

Agree that said Assignee may apply for and receive foreign Letters Patent or rights of any other kind for said inventions, or any of them; and may claim, in applications for said foreign Letters Patent or other rights, the priority of the aforesaid United States patent application under the provisions of the International Convention of 1883 and later modifications thereof, under the Patent Cooperation Treaty, under the European Patent Convention or under any other available international agreement; and that, when requested, without charge to, but at the expense of, said Assignee, its

Docket No.: P-4643-US3

successors, assigns and legal representatives, to carry out in good faith the intent and purpose of this assignment, the under-signed or the undersigned's executors or administrators will, for the United States and all foreign countries, execute all divisional, continuing, substitute, renewal, reissue, and all other patent applications or other documents on any and all said inventions; execute all rightful oaths, assignments, powers of attorney and other papers; communicate to said Assignee, its successors, assigns and representatives, all facts known and documents available to the undersigned relating to said inventions and the history thereof; testify in all legal proceedings; and generally do everything possible which said Assignee, its successors, assigns or representatives shall consider desirable for aiding in securing, maintaining and enforcing proper patent protection for said inventions and for vesting title to said inventions and all applications for patents or related foreign rights and all patents on said inventions, in said Assignee, its successors, assigns and legal representatives; and

COVENANT with said Assignee, its successors, assigns and legal representatives that no assignment, grant, mortgage, license or other 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 herein expressed is possessed by the undersigned.

FULL NAME OF INVENTOR: STEINER, Mitchell S.	FULL NAME OF WITNESS:
SIGNATURE OF INVENTOR:	SIGNATURE OF WITNESS:
DATE: _____ (day / month / year)	ADDRESS OF WITNESS:

FULL NAME OF INVENTOR: VEVERKA, Karen A.	FULL NAME OF WITNESS: <i>Suzann Hixson</i>
SIGNATURE OF INVENTOR: <i>[Handwritten Signature]</i>	SIGNATURE OF WITNESS: <i>[Handwritten Signature]</i>
DATE: <u>14/4/2011</u> (day / month / year)	ADDRESS OF WITNESS: <i>611 Harbor Edge Cir #101 Memphis TN 38103</i>

Docket No.: P-4643-US3

FULL NAME OF INVENTOR: DALTON, James T.	FULL NAME OF WITNESS:
SIGNATURE OF INVENTOR:	SIGNATURE OF WITNESS:
DATE: _____ (day / month / year)	ADDRESS OF WITNESS:

FULL NAME OF INVENTOR: MILLER, Duane D.	FULL NAME OF WITNESS:
SIGNATURE OF INVENTOR:	SIGNATURE OF WITNESS:
DATE: _____ (day / month / year)	ADDRESS OF WITNESS: