

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
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EPAS ID: PAT2773722

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
AMBIOPHARM, INC.	11/19/2013
RECEIVING PARTY DATA	
Name:	SYNERGY PHARMACEUTICALS, INC.
Street Address:	420 LEXINGTON AVENUE
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10170
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	14001638
CORRESPONDENCE DATA	
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<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
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Address Line 1:	MINTZ LEVIN P.C.
Address Line 2:	ONE FINANCIAL CENTER
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ATTORNEY DOCKET NUMBER:	40737-508N01US
NAME OF SUBMITTER:	CYNTHIA KOZAKIEWICZ
SIGNATURE:	/Cynthia Kozakiewicz/
DATE SIGNED:	03/18/2014
Total Attachments: 2	
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ASSIGNMENT

AmbioPharm, Inc., a corporation having its principal offices at **1024 Dittman Ct., North Augusta, SC 29842, United States of America** ("the ASSIGNOR"), the undersigned, for good and valuable consideration, the receipt of which is hereby acknowledged, confirms that the undersigned has sold and assigned, and does hereby assign, sell and transfer to **Synergy Pharmaceuticals, Inc.** having its principal offices at **420 Lexington Avenue, New York, NY 10170, United States of America**, and its successors, assigns and legal representatives (collectively hereinafter referred to as the "ASSIGNEE"): (1) the undersigned's entire right, title and interest for the United States and in all countries, in and to any and all inventions, discoveries and applications which are disclosed in the application for United States Letters Patent entitled:

Process of Preparing Guanylate Cyclase C Agonists

filed with the U.S. Patent and Trademark Office on **August 26, 2013** and assigned U.S. Patent Application No. **14/001,638** which is a 35 U.S.C. § 371 National Phase Application of International Application Serial No. **PCT/US2012/027287** filed **March 1, 2012** which claims priority to, and/or the benefit of, U.S. Provisional Application No. **61/477,891**, filed **March 1, 2011**, including any subsequently filed applications in any country of the world, which claim priority to, and/or the benefit of, any of U.S. Patent Application No. **14/001,638**, International Application No. **PCT/US2012/027287**, and U.S. Provisional Application No. **61/477,891**, and including any renewals, revivals, reissues, reexaminations, extensions, continuations and divisions thereof and any substitute applications thereof; (2) the full and complete right to file patent applications in the name of the ASSIGNEE, its designee, or in the undersigned's name as the ASSIGNEE, or its designee's election, on the aforesaid inventions, discoveries and applications in all countries of the world; (3) the entire right, title and interest in and to any Letters Patent which may issue thereon in the United States or in any country, and any renewals, revivals, reissues, reexaminations and extensions thereof, and any patents of confirmation, registration and importation of the same; and (4) the entire right, title and interest in all Convention and Treaty Rights of all kinds thereon, including without limitation all rights of priority in any country of the world, in and to the above inventions, discoveries and applications.

The undersigned hereby authorizes and requests the competent authorities to grant and to issue any and all such Letters Patent in the United States and throughout the world to the ASSIGNEE of the entire right, title and interest therein, as fully and entirely as the same would have been held and enjoyed by us had this assignment, sale and transfer not been made.

The undersigned agrees, at any time, upon the request of the ASSIGNEE, to execute and to deliver to the ASSIGNEE any additional applications for patents for said inventions and discoveries, or any part or parts thereof, and any applications for patents of confirmation, registration and importation based on any Letters Patent issuing on said inventions, discoveries,

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Filed : August 26, 2013
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or applications and divisions, continuations, renewals, revivals, reissues, reexaminations and extensions thereof.

The undersigned further agrees at any time to execute and to deliver upon request of the ASSIGNEE such additional documents, if any, as are necessary or desirable to secure patent protection on said inventions, discoveries and applications throughout all countries of the world, and otherwise to do the necessary to give full effect to and to perfect the rights of the ASSIGNEE under this Assignment, including the execution, delivery and procurement of any and all further documents evidencing this assignment, transfer and sale as may be necessary or desirable.

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

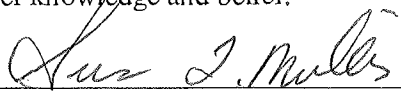
The undersigned further covenants that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said invention and said Letters Patent and legal equivalents as may be known and accessible to ASSIGNOR and will testify as to the same in any interference, litigation or proceeding related thereto and will promptly execute and deliver to ASSIGNEE or its legal representatives any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents thereof which may be necessary or desirable to carry out the purposes thereof.

AmbioPharm, Inc.

By: 
Name: Chris Bai
Title: President & CEO
Date: November 19, 2013

State of SC
County of Aiken

On this 19th day of November, 2013, before me, the undersigned notary public, personally appeared Chris Bai proved to me through satisfactory evidence of identification, which was a Dr. Lic, to be the person whose name is signed on this document and who swore or affirmed to me that the contents of this document are truthful and accurate to the best of his/her knowledge and belief.


Notary Public

My commission expires 8-15-21