

09-13-2000



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger

Change of Name

Other

Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

09/12/2000 BNGUYEN 00000134 1204247

FOR OFFICE USE ONLY

01 FC:461

40.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK

REEL: 002133 FRAME: 0212

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties Enter the total number of properties involved.

#

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Martha F. Phelps
Name of Person Signing


Signature

August 9, 2000
Date Signed

NUNC PRO TUNC ASSIGNMENT OF TRADEMARK APPLICATION

WHEREAS, Millennium Pharmaceuticals, Inc., a corporation organized and existing under the laws of the state of Delaware, U.S.A., having a place of business at 75 Sidney Street, Cambridge, Massachusetts 02139, U.S.A. (the "Assignor"), is the successor by merger to LeukoSite, Inc., formerly a Delaware corporation; and

WHEREAS, LeukoSite, Inc., is the record owner of the trademark CAMPATH (the "Mark") and the trademark registration application identified on Schedule A attached hereto; and

WHEREAS, Millennium & Ilex Partners, L.P., a limited partnership organized and existing under the laws of the State of Delaware, U.S.A., having a place of business at 75 Sidney Street, Cambridge, Massachusetts 02139, U.S.A. (the "Assignee"), is the successor by change of name from L&I Partners, L.P.; and

WHEREAS, LeukoSite, Inc., and L&I Partners, L.P., in that certain License Agreement by and between LeukoSite, Inc. and L&I Partners, L.P., dated May 2, 1997, agreed that LeukoSite, Inc. would assign all its rights in the Mark to L&I Partners, L.P.; and

WHEREAS, Assignor and Assignee desire to confirm such assignment from Assignor's predecessor-in-interest to Assignee nunc pro tunc as of June 11, 1999 (the "Effective Date").

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which the parties acknowledge, the Assignor, on behalf of itself and its predecessor-in-interest LeukoSite, Inc., hereby assigns, sells, and transfers and confirms the assignment, sale and transfer unto the Assignee, nunc pro tunc as of the Effective Date, all of the Assignor's and such predecessor-in-interest's right, title and interest in and to the Mark, together with (i) the registration application for the Mark, (ii) the goodwill of the business symbolized by and associated with the Mark and registration application therefor, and (iii) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Mark or the registration application thereof or such associated goodwill.

IN WITNESS WHEREOF, the Assignor, by its duly authorized officer, has executed this nunc pro tunc assignment, on behalf of Assignor and its predecessor-in-interest LeukoSite, Inc., as an instrument under seal, to be governed by the internal laws of the Commonwealth of Massachusetts, U.S.A., effective as of the Effective Date.

MILLENNIUM PHARMACEUTICALS, INC.

By: 

Name: Mark J. Levin

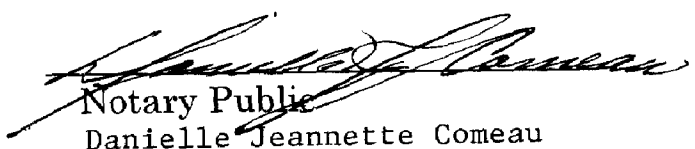
Title: Chairman and Chief Executive Officer

Dated: August 3, 2000

COMMONWEALTH OF Massachusetts)
) ss.
COUNTY OF Middlesex)

On this the 3RD day of August 2000 before me appeared Mark J. Levin, the person who signed this instrument, who acknowledged that (s)he is the Chairman & CEO of the Assignor Millennium Pharmaceuticals, Inc., and that being duly authorized (s)he signed such instrument as a free act on behalf of said Assignor and its predecessor-in-interest LeukoSite, Inc.

[Seal]


Notary Public
Danielle Jeannette Comeau

My commission expires: October 21, 2005

The foregoing nunc pro tunc assignment of the Mark and the registration application thereof by the Assignor (on behalf of itself and its predecessor-in-interest LeukoSite, Inc.) to the Assignee is hereby accepted, effective as of the Effective Date.

MILLENNIUM & ILEX PARTNERS, L.P.
(f/k/a L&I Partners, L.P.)

By: 

Name: Steven H. Holtzman

Title: President, Millennium & ILEX, L.L.C.
General Partner for Millennium & ILEX Partners, L.

Dated: August 3, 2000

SCHEDULE B

<u>Country</u>	<u>Classes</u>	<u>Application No.</u>	<u>Application Date</u>
European Union (Community Trade Mark)	1, 5	1,204,247	June 11, 1999

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "L & I PARTNERS, L.P.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "MILLENNIUM & ILEX PARTNERS, L.P.", THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2000, AT 1:30 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2747994 8320

001194199

AUTHENTICATION: 0384765

DATE: 04-17-00

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"LEUKOSITE, INC.", A DELAWARE CORPORATION,
WITH AND INTO "MILLENNIUM PHARMACEUTICALS, INC." UNDER THE NAME OF "MILLENNIUM PHARMACEUTICALS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF MARCH, A.D. 2000, AT 5:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2322355 8330

001194233

AUTHENTICATION: 0384825

DATE: 04-17-00

PATENT AND TRADEMARK OFFICE ACKNOWLEDGMENT CARD

1525

5-39
110

BINGHAM DANA LLP
PARALEGAL CHECKING A/C #6
150 FEDERAL STREET
BOSTON, MA 02110

DATE

8/9/02

\$ 40.

PAY TO THE ORDER OF

Commissioner of Patents & Trademarks
Early paid 8/9/02

DOLLARS



BankBoston, N.A. - Boston, Massachusetts

MEMO LEU10 - 035 8/09/26/105705

Assoc Pro Tenc. Assn - CTM CAMPATH

101000390: 898 6416711 1525

I. Application

- A. Basis
 - 1. Use
 - 2. Intent to Use
 - 3. Section 44
- B. Specimens
- C. Certified Copy of Foreign Registration
- D. Drawing
- E. Self-addressed, stamped acknowledgement card

II. Prosecution Documents

- A. Request for Correction of:
 - 1. Registration
 - 2. Filing Receipt
- B. Response to Office Action
- C. Certified Copy of Foreign Registration
- D. Request For Extension of Time:
 - 1. To File Statement of Use
 - 2. Pending Acceptance of Statement of Use
- E. Statement of Use
- F. Amendment to Allege Use
- G. Specimens

III. Post Registration

- A. Section 8 Declaration
- B. Section 8 & 15 Declaration
- C. Section 9 Renewal
- D. Specimens

Mark: CAMPATH

Atty.: MFP/DOS

Client: Millennium + LEV

Case No.: 800926/105705

V. Assignments

- A. NON-PROTUNE Assignment Agreement (Number of Marks Covered 1)
- B. Security Interest Agreement (Number of Marks Covered)
- C. Change of Name, Merger or Other Transfer Document
- D. Power of Attorney and Appointment Domestic Representative
- E. PTO Recordation Form

V. Inter Partes Proceedings

- A. Request for Day Extension of Time to File Opposition (x3)
- B. Notice of Opposition (x2)
- C. Petition to Cancel (x2)
- D. Certified Copies of U.S. Registration No.(s)
- E. Certificate of Service

VI. Payment

Check No. 1525 for \$ 40.

VII. Other

- A. Cover Letter
- B.

CTM Ser. No. 1204247

Reg. No.

Opp./Canc. No.

Date: 8/9/2002

DOCKET #: LEU10 - 035

BOS-BUS:339962.1