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

To the Honorable Commissioner of Patent and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Delta Laboratories, Inc. 5-24-02 [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: VasGene Therapeutics, Inc. Internal Address: Street Address: 1929 Zonal Avenue City: Los Angeles State: CA Zip: 90033 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State California [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [] No N/A (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [] No N/A

3. Nature of conveyance: [x] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: May 13, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/576,893 B. Trademark Registration No.(s) N/A Additional number(s) attached [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Tristram R. Fall, III, Esquire Internal Address: Fox, Rothschild, O'Brien & Frankel, LLP 10th floor Street Address: 2000 Market Street City: Philadelphia State: PA Zip: 19103

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$40.00 [x] Enclosed [] Authorized to be charged to deposit account 8. Deposit account number: N/A (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. Tristram R. Fall, III Name of Person Signing [Signature] Signature 5/21/02 Date

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

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

TRADEMARK REEL: 002526 FRAME: 0475

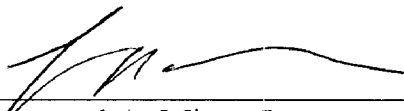
ASSIGNMENT

In consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, **DELTA LABORATORIES, INC.**, a California corporation having offices at Four Hook Road, Sharon Hill, Pennsylvania 19079 ("Assignor"), for itself and its successors and assigns, hereby assigns to **VASGENE THERAPEUTICS, INC.**, a California corporation having an address of 1929 Zonal Avenue, Los Angeles, CA 90033 ("Assignee"), its successors and assigns, all of Assignee's assets that are directly involved in or pertain to that aspect of the business of Assignor that relates to the mark "ANGIONIX", including without limitation all copies of all documents, research results and other tangible materials that involve or pertain to Assignor's "ANGIONIX" product, as well as all copyrights, trademarks and other intellectual property rights in and to such materials, together with that part of the goodwill associated with and connected to such portion of Assignor's business. The foregoing assignment includes, but is not limited to, all of Assignor's right, title and interest in and to the mark "ANGIONIX" (the "Mark"), together with that part of the goodwill of Assignor's business connected with the use of and symbolized by the Mark, including without limitation all rights in and to the federal trademark application listed on Schedule A hereto.

This Assignment includes the right to apply for registration of any and all trademarks included herein (including without limitation the Mark) in any and all jurisdictions where such registration is desired by Assignee, the right to pursue any existing applications therefor, and the right to claim for any and all damages by reason of past infringement of any of such trademarks, with the right to sue for and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors and assigns.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by its duly authorized officer as of the 13th day of May, 2002.

DELTA LABORATORIES, INC.

By: 
Name: Raymond A. Mirra, Jr.
Title: President

SCHEDULE A

SERVICE MARK

Pending Federal Application:

<u>App. No.</u>	<u>Mark</u>	<u>Filing Date</u>	<u>Int'l Class</u>
75/576,893	ANGIONIX	10/23/98	005

STATE OF NEW JERSEY

:

ss.

COUNTY OF BURLINGTON

:

Before me, a notary public, in and for the State and County aforesaid, on this 13th day of May, 2002, personally appeared Raymond A. Mirra, Jr., who, having been by me duly sworn and having executed the foregoing instrument in my presence, did depose and say that he is the President of **DELTA LABORATORIES, INC.**, the corporation that executed the foregoing instrument; that he executed said instrument on behalf of said Corporation; and that he was duly authorized to do so, **DELTA LABORATORIES, INC.** intending to be legally bound thereby and intending that said instrument be properly recorded.



 NOTARY PUBLIC

My Commission Expires:

VIRGINIA L. HALL
 NOTARY PUBLIC OF NEW JERSEY
 My Commission Expires June 9, 2003