

Form PTO-1594
(Rev. 10/02)

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

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

1. Name of conveying party(ies):
Guilford Pharmaceuticals Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

2. Name and address of receiving party(ies)
Name: Artery, LLC
Internal Address: _____
Street Address: 222 Delaware Ave., 10th Floor
City: Wilmington State: DE Zip: 19801

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 11/12/2003

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) _____
2,713,360; 2,717,403

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Nancy J. Linck
 Internal Address: _____

 Street Address: 6611 Tributary Street

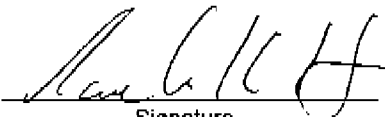
 City: Baltimore State: MD Zip: 21224

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 80.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
502037

DO NOT USE THIS SPACE

9. Signature.
Paul W. Kletzly (Reg. No. 53,919)  11/25/03
 Name of Person Signing Signature Date

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

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

CH \$80.00 602037 2713360

IN THE UNITED STATES
TRADEMARK OFFICE

TRADEMARK ASSIGNMENT

WHEREAS, Guilford Pharmaceuticals Inc., a Delaware corporation, with offices at 6611 Tributary Street, Baltimore, Maryland 21224 (the "Assignor"), owns the federal registrations of the marks that are listed on the attached Schedule 1 (the "Marks").

WHEREAS, Artery, LLC, a Delaware limited liability company, with offices at 222 Delaware Avenue, 10th Floor, Wilmington, Delaware 19801 (the "Assignee"), desires to acquire all right, title and interest in and to the Marks, including any applications and registrations thereof.

NOW THEREFORE, for good and valuable consideration paid by Assignee, receipt of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee, its successors and assigns, all of Assignor's right, title and interest in and to the Mark together with the goodwill of the business symbolized by the Marks and the right to sue and collect damages and/or profits for past infringements of the Marks.

IN WITNESS WHEREOF, Guilford Pharmaceuticals Inc. has caused this instrument to be signed by a duly authorized corporate officer and its corporate seal to be affixed, as of this ¹²6th day of November, 2003.

AMR

Guilford Pharmaceutical Inc.

By: 

Name: Asher M. Rubin

Title: Vice President, Deputy General Counsel
and Corporate Secretary

ACKNOWLEDGEMENT

STATE OF Maryland)
)
 COUNTY OF Harford) SS

On this 18 day of November, 2003 before me personally appeared Cisher Rubin, to me personally known, who, being duly sworn, did say that he/she is the _____ of Assignor and that he/she duly executed the foregoing instrument for and on behalf of Assignee being duly authorized to do so and that said individual acknowledged said instrument to be the free act and deed of Assignor.

Joan A. Collins

 Notary Public

My commission expires:

March 1, 2004

Schedule 1

List of Trademarks

Mark	Registration No.	Registration Date
PROLONG	2,713,360	05/06/03
CARE	2,717,403	05/20/03



FASCMILE

Paul W. Kletzly
Senior Manager, Intellectual Property
and Contracts
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To:	Phone:	Fax:
USPTO		703-306-5995
Original will/ not follow		Pages (with cover sheet): 5

MESSAGE:

Automated Patent and Trademark Assignment System

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