

VIA FACSIMILE - 703-306-5995

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

Our Refs.: 2818-86, -116 & -124

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

1. Name of conveying party(ies): VSL Pharma Limited
[] Individual(s) [] Association
[] General partnership [] Limited Partnership
[] Corporation-State:
[X] Other: company of Ireland

2. Name and address of receiving party(ies):
Name: VSL Pharmaceuticals, Inc.
Internal
Address:
Street Address: 800 South Frederick Avenue
City: Gaithersburg State: MD Zip: 20877
Country: USA

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

3. Nature of conveyance:
[X] Assignment [] Merger
[] Security Assignment [] Change of Name
[] Other:

[] Individual(s) citizenship
[] Association
[] General Partnership
[] Limited Partnership
[X] Corporation-State Delaware
[] Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [X] No

Designations must be a separate document from Assignment)
Additional name/s & address/es attached [] Yes [X] No

Execution Date: June 8, 2005

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
(1)
(2)
(3)
Additional numbers attached? [] Yes [X] No

B. Trademark Registration No.(s)
(1) 2,902,653 - FLORIDIA
(2) 2,905,536 - HEPA-FACTOR
(3) 2,927,183 - BDS#1

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Donna J. Bunton
Internal Address:
Street Address: Nixon & Vanderhye P.C.
901 North Glebe Road
11th Floor
City: Arlington State: VA Zip: 22203

6. Total number of applications and registrations involved: 3
7. Total fee (37 CFR 3.41) \$ 90.00
[] Enclosed
[X] Authorized to be charged to deposit account #14-1140

8. The Commissioner is hereby authorized to charge any deficiency, or credit any overpayment, in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140.

DO NOT USE THIS SPACE

9. Signature.
Donna J. Bunton June 23, 2005
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 3

DJB:pav

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231
Fax: 703-306-5995

ASSIGNMENT

WHEREAS, VSL Pharma Limited, a company of Ireland having its principal place of business at 1 Christchurch Square, Dublin 8, Ireland (hereinafter referred to as "Assignor"), has adopted, used and is using, and is the owner of the trademarks shown in Exhibit A hereto, the goodwill symbolized thereby and United States Registration Nos. 2,902,653, 2,905,536 and 2,927,183 thereof;


WHEREAS, VSL Pharmaceuticals, Inc., a corporation of Delaware having its principal place of business at 800 South Frederick Avenue, Gaithersburg, Maryland 20877 (hereinafter referred to as "Assignee"), is desirous of acquiring all of Assignor's rights, title and interest in and to the trademarks shown in Exhibit A hereto, the goodwill symbolized thereby and United States Registration Nos. 2,902,653, 2,905,536 and 2,927,183 thereof;

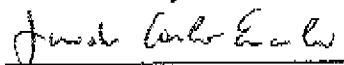
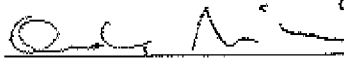
NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and conveys to Assignee all right, title and interest in and to the trademarks shown in Exhibit A hereto, together with the goodwill of the business symbolized by said marks and the United States registrations thereof.

The U.S. Patent and Trademark Office is hereby authorized to deliver to Assignee, its attorneys, agents, successors or assigns, all official documents and communications as may be warranted by this Assignment.

VSL PHARMA LIMITED

Date: 8/6/2005

By: 
Name: CLAUDIO DE SIMONE
Title: CHIEF EXECUTIVE OFFICER

Witnessed by:

GUIDO CARLO ERCOLI

ANDREA NICOLAI

Date: 8/6/2005

Date: 8/6/2005

913337

TRADEMARK

EXHIBIT A

MARK	REG. No.	REG. DATE
FLORIDIA	2,902,653	November 16, 2004
HEPA-FACTOR	2,905,536	November 30, 2004
BDS#1	2,927,183	February 22, 2005

913337

TRADEMARK

RECORDED: 06/23/2005

REEL: 003141 FRAME: 0140