

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Dendritic Nanotechnologies Ltd.		03/26/2003	CORPORATION: AUSTRALIA
RECEIVING PARTY DATA			
Name:	DENDRITIC NANOTECHNOLOGIES, INC.		
Street Address:	2625 Denison Drive		
Internal Address:	Suite B		
City:	Mt. Pleasant		
State/Country:	MICHIGAN		
Postal Code:	48858		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2996290	DNT	
CORRESPONDENCE DATA			
Fax Number:	(989)687-7403		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	techlaw@tm.net		
Correspondent Name:	Karen L. Kimble		
Address Line 1:	3595 N. Sunset Way		
Address Line 4:	Sanford, MICHIGAN 48657		
ATTORNEY DOCKET NUMBER:	DNT-6 TM US		
NAME OF SUBMITTER:	Karen L Kimble		
Signature:	/KLK/		
Date:	06/30/2006		

CH \$40.00 2996290

Total Attachments: 5

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
DECLARATION

I, Robert I. Berry, hereby declare and state:

THAT, I am the Chief Executive Office of Dendritic Nanotechnologies, Inc. ("DNT, Inc."), a Delaware Corporation, having its principle place of business at 2625 Denison Drive, Suite B, Mount Pleasant, Michigan 48858, US;

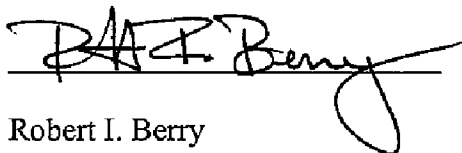
THAT, Dendritic Nanotechnologies was originally organized as an Australian Limited Corporation, Dendritic Nanotechnologies, Ltd. ("DNT, Ltd.") and was converted to a US Delaware corporation in 2002;

THAT, the scanned documents submitted with this Declaration, namely: 1) the scanned image of the certificate of filing for DNT, Inc.; 2) a letter filed with the State of New York describing the transition between DNT, Ltd. and DNT, Inc.; and 3) a page from the original formation agreement of DNT, Ltd., which describes the plan to convert to a United States Corporation, are authentic and representative of the conversion of DNT, Ltd. to DNT, Inc.; and

THAT, Dendritic Nanotechnologies, Inc. is the sole successor in title to and all rights regarding any prior intellectual property of DNT, Ltd., including but not limited to the US Registered Trademark #2996290.

THEREFORE, I request that an assignment from Dendritic Nanotechnologies, Ltd. to Dendritic Nanotechnologies, Inc. be recorded to assign all relevant intellectual property.

The undersigned Robert I. Berry declares further that all statements made herein of his own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the trademark, patent application or any patent issuing thereon.



Robert I. Berry
Chief Executive Officer
Dendritic Nanotechnologies, Inc

Date: 16 day of June 2006

Enclosures

Department of State SHEPSKY & FROELICH LTD.
Bureau of Investor Protection
February 6, 2003
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Investor, as such term is defined under Section 501(a) of Regulation D, promulgated under the Securities Act of 1933, as amended. No broker-dealers will be involved in connection with this exchange offer.

This request for a no filing letter is being submitted to you with a check in the amount of \$150 payable to the New York State Department of Law in payment of the required filing fee, along with a copy of the materials to be used in connection with this exchange.

We respectfully request that the Company's request for a no filing letter will be expeditiously granted. If there is any additional information which you require in connection with this matter, please contact the undersigned at (312) 836-4016.

Please acknowledge receipt of this filing by stamping the enclosed copy of this letter and returning it to the undersigned in the self-addressed envelope provided.

Very truly yours,

SHEPSKY & FROELICH LTD.

Dennis B. O'Boyle
Dennis B. O'Boyle

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LAW OFFICES

SHEFSKY & FROELICH LTD.

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Princeton, (312) 527-5104
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IN REFERENCE TO:

2003-01-01

February 6, 2003

RECEIVED

VIA FEDERAL EXPRESS

Department of State
Bureau of Investor Protection
120 Broadway, 23rd Floor
New York, NY 10271

FEB 11 2003
NY OFFICE OF THE ATTORNEY GENERAL
INVESTMENT PROTECTION-ING

Re: DNT, Inc.: Request for Exemptive Relief Under the New York Blue Sky Laws

Ladies and Gentlemen:

We are counsel for DNT, Inc., a Delaware corporation (the "Company"). On behalf of the Company, we are making a request for a no filing letter from the Attorney General of the State of New York pursuant to Subsection 2 (Isolated Sales Incidental to an Offering Outside of New York) of Policy Statement 105 based on the facts set forth below. Even though the Company is not engaged in real estate, we understand that we are still able to make a request for a no filing letter.

The Company intends to offer of its securities in exchange for the securities of an existing company presently organized under the laws of Australia. Dendritic Nanotechnologies Limited ("DNT-Australia") was organized under the laws of Australia to develop certain molecules, one of which may be used to deliver medicine. The organizers of DNT-Australia wish to transfer ownership of DNT-Australia to a newly created Delaware corporation, DNT, Inc. The Company, in turn, will exchange shares of common stock and preferred stock for similar shares of common stock and preferred stock equivalents held in DNT-Australia. In addition, certain stockholders of DNT-Australia intend to purchase additional shares of the Company for cash. The only persons who will participate in this offering are those persons who are presently shareholders of DNT-Australia. The Company's principal business office will be located in Mount Pleasant, Michigan and the Company will not own any property in, or conduct business operations in New York in the foreseeable future.

One of the present shareholders of DNT-Australia is a New York resident. His name is: Kenneth W. Wang and his address is 993 Fifth Avenue, Suite 3B, New York, New York 10028.

Mr. Wang intends to exchange 229,474 shares of DNT-Australia for an equivalent number of shares of common stock of the Company. The Company has represented to us that Mr. Wang meets the necessary suitability standards required in the State of New York in that he is a sophisticated investor, has sufficient means to make the investment and is an Accredited

12.3 If a party has a claim under or in connection with this document whose amount depends on actual or estimated revenue or which is for a loss of revenue, revenue must be calculated without including any amount received or receivable as reimbursement for GST (whether that amount is separate or included as part of a larger amount).

13. **NOTICES**

13.1 A notice, consent or other communication under this document is only effective if it is in writing, signed and either left at the addressee's address or sent to the addressee by mail or fax. If it is sent by mail, it is taken to have been received 3 working days after it is posted. If it is sent by fax, it is taken to have been received when the addressee actually receives it in full and in legible form.

13.2 A person's address and fax number are those set out below, or as the person notifies the sender:

STARPHARMA LIMITED

Address: PO Box 6535, St Kilda Road Central Melbourne, Victoria, 8008 Australia

Fax number: +61 3 9521 1433

Attention: The Company Secretary

DENDRITIC NANOTECHNOLOGIES LIMITED

Address: PO Box 6535, St Kilda Road Central Melbourne, Victoria, 8008 Australia

Fax number: +61 3 9521 1433

Attention: The Company Secretary

14. **CONVERSION OF THE LICENSEE**

14.1 **Conversion**

The parties acknowledge and agree that it is proposed that at some time after the first capital fund raising through an offering of up to 955988 additional shares in the Licensee after the Completion Date and within 3 years of the Completion Date, the Licensee and/or its business will be sold to an entity domiciled in the United States of America or otherwise will be "converted" to an entity domiciled in the United States of America ("Conversion").

14.2 **Method of Conversion**

The parties acknowledge and agree that:

- (a) at this time it has not been determined how the Conversion will be effected; and
- (b) subject to the terms of the Shareholders' Deed, there are no limitations on the manner by which the Conversion will be effected, including without limitation by way of:
 - (i) the establishment of an entity domiciled in the United States of America in which the holders of Shares will have an ownership interest and the transfer of

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "DENDRITIC NANOTECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF MARCH, A.D. 2003, AT 4:58 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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030202791

AUTHENTICATION: 0302212

DATE: 03-27-03