

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Clinical Data, Inc.		07/14/2008	CORPORATION:
RECEIVING PARTY DATA			
Name:	Cogenics, Inc.		
Street Address:	One Gateway Center		
Internal Address:	Suite 702		
City:	Newton		
State/Country:	MASSACHUSETTS		
Postal Code:	02458		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3413085	COGENICS	
CORRESPONDENCE DATA			
Fax Number:	(919)834-4564		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	919-828-0564		
Email:	trademarks@parkerpoe.com		
Correspondent Name:	Parker Poe Adams & Bernstein LLP		
Address Line 1:	150 Fayetteville Street, Suite 1400		
Address Line 2:	Arthur J. DeBaugh		
Address Line 4:	Raleigh, NORTH CAROLINA 27601		
NAME OF SUBMITTER:	Arthur J. DeBaugh		
Signature:	/Arthur J. DeBaugh/		
Date:	07/15/2008		

OP \$40.00 3413085

Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS AND ACCOMPANYING GOODWILL

This ASSIGNMENT OF TRADEMARKS AND ACCOMPANYING GOODWILL is made effective as of the latest date indicated below (hereinafter the "Effective Date"), by and between Clinical Data, Inc. to Cogenics, Inc.

WHEREAS Clinical Data, Inc., a corporation organized and existing under the laws of Delaware, with a registered address of One Gateway Center, Suite 702, Newton, Massachusetts, 02458 (hereinafter "Assignor"), is the owner of all rights, title and interest in and to the COGENICS trademark and the registrations and applications for registration thereof, all as more fully set forth on the attached Schedule A (incorporated herein by reference), and the goodwill of the business associated therewith and symbolized thereby, (collectively the "Marks"), and all rights appurtenant thereto, including, but not limited to, all common law rights, causes of action, all interests, claims and rights for damages, profits and other awards by reason of any past infringement, dilution, misappropriation or other violation thereof, and the right to sue therefor; and

WHEREAS Cogenics, Inc., a corporation organized and existing under the laws of Delaware, with a registered address of One Gateway Center, Suite 702, Newton, Massachusetts, 02458 (hereinafter "Assignee"), is desirous of acquiring Assignor's rights in the Marks, and all goodwill associated therewith and symbolized thereby and all rights appurtenant thereto;

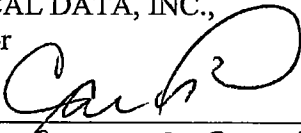
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which Assignor acknowledges by its execution below, Assignor assigns, as of the Effective Date, to Assignee all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks and together with any and all interests, claims and rights for damages and profits by reason of any past infringement or unauthorized use of the Marks, false designations of origin, unfair competition, deceptive trade practices and/or dilution related to the Marks, use of confusingly similar marks or names by others and all other related causes of action and the right to sue therefor.

Assignor agrees to perform all reasonable and proper additional acts (including but not limited to the transfer to Assignee of Assignor's files and records relating to the Marks and the complete registration files and prosecution history, including the registration certificates for the Marks) and to execute any additional documents at the request and expense of Assignee which Assignee may require in order to transfer all of Assignor's rights, title and interest in and to the Marks and/or the rights appurtenant thereto to Assignee, its successors or assigns.

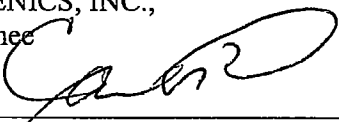
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IN WITNESS WHEREOF, we have hereto set our hand(s) and seal(s) on the dates set forth below.

CLINICAL DATA, INC.,
Assignor

By: 
Name: Caesar J. Belbel
Title: CLO & EVP
Date: July 14, 2008

COGENICS, INC.,
Assignee

By: 
Name: Caesar J. Belbel
Title: CLO & EVP
Date: July 14, 2008

SCHEDULE A

Mark	Application Number	Filing Date	Registration Number	Registration Date
UNITED STATES				
COGENICS	78809589	2/8/2006	3413085	4/15/2008
CANADA				
COGENICS	1312042	8/8/2006		
EUROPEAN UNION				
COGENICS	005245527	8/8/2006	5245527	8/23/2007

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