

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Vital Therapies, Inc.		10/01/2010	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ZhenAn Zhang		
<b>Street Address:</b>	Long 200, Building 2, Room 1702		
<b>Internal Address:</b>	Dong Tai Road, Pu Dong District		
<b>City:</b>	Shanghai		
<b>State/Country:</b>	CHINA		
<b>Postal Code:</b>	200120		
<b>Entity Type:</b>	INDIVIDUAL: CHINESE CITIZENSHIP		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2504821	ELAD	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(303)629 7610		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	303-826 0800		
<b>Email:</b>	IP@hw-legal.com		
<b>Correspondent Name:</b>	K Kalan		
<b>Address Line 1:</b>	370 Seventeenth Street, Suite 4000		
<b>Address Line 4:</b>	Denver, COLORADO 80202		
<b>ATTORNEY DOCKET NUMBER:</b>	12510.850		

Assignment

Page 2 of 2

<b>DOMESTIC REPRESENTATIVE</b>	
Name:	
Address Line 1:	
Address Line 2:	
Address Line 3:	
Address Line 4:	
<b>NAME OF SUBMITTER:</b>	K Kalan
<b>Signature:</b>	/kkalan/
<b>Date:</b>	11/04/2010
Total Attachments: 4 source=SecurityAgt_datedOCT012010#page1.tif source=SecurityAgt_datedOCT012010#page2.tif source=SecurityAgt_datedOCT012010#page3.tif source=SecurityAgt_datedOCT012010#page4.tif	
<b>RECEIPT INFORMATION</b>	
<b>ETAS ID:</b>	TM186448
<b>Receipt Date:</b>	11/04/2010
<b>Fee Amount:</b>	\$40

TRADEMARK

TO: K KALAN COMPANY: 370 SEVENTEENTH STREET, SUITE 4800

**TRADEMARK ASSIGNMENT**

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<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Vital Therapies, Inc.		10/01/2010	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ZhenAn Zhang		
<b>Street Address:</b>	Long 200, Building 2, Room 1702		
<b>Internal Address:</b>	Dong Tai Road, Pu Dong District		
<b>City:</b>	Shanghai		
<b>State/Country:</b>	CHINA		
<b>Postal Code:</b>	200120		
<b>Entity Type:</b>	INDIVIDUAL		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2504821	ELAD	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(303)629-7610		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
<b>Phone:</b>	303-825-0800		
<b>Email:</b>	IP@bw-legal.com		
<b>Correspondent Name:</b>	K Kalan		
<b>Address Line 1:</b>	370 Seventeenth Street, Suite 4800		
<b>Address Line 4:</b>	Denver, COLORADO 80202		
<b>ATTORNEY DOCKET NUMBER:</b>	12910.850		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>			
<b>Address Line 1:</b>			
<b>Address Line 2:</b>			

CH 540.00 2504821

TO: K KALAN COMPANY: 370 SEVENTEENTH STREET, SUITE 4800

Address Line 3:	
Address Line 4:	
NAME OF SUBMITTER:	K Kalan
Signature:	/kkalan/
Date:	11/04/2010
Total Attachments: 4 source=SecurityAgt_datedOCT012010#page1.tif source=SecurityAgt_datedOCT012010#page2.tif source=SecurityAgt_datedOCT012010#page3.tif source=SecurityAgt_datedOCT012010#page4.tif	

TO:K KALAN COMPANY:370 SEVENTEENTH STREET, SUITE 4000

**MEMORANDUM OF SECURITY AGREEMENT**

THIS MEMORANDUM OF SECURITY AGREEMENT (the "Memorandum") is dated as of October 1, 2010, is by and on behalf of Vital Therapies, Inc., a Delaware corporation (together with its successors and assigns, the "Debtor"), whose address is 15222 B Avenue of Science, San Diego, California 92128, in favor of each of the holders listed on Exhibit A attached hereto (collectively, "Lenders") and Ross Jaffe, M.D., in his capacity as Lender Representative (together with the Lenders, the "Secured Party"), on behalf of the Lenders.

**RECITALS**

A. Debtor owns the intellectual property described in Exhibit B attached hereto (the "Intellectual Property"). Debtor has previously executed and recorded a security agreement and addendums thereto (collectively the "Security Agreement") regarding the securitization of the Intellectual Property.

B. Debtor has entered into an addendum to the Security Agreement adding Secured Party as additional secured parties and has agreed to record a memorandum of the Security Agreement adding the Secured Party as additional secured parties under the Security Agreement. This Memorandum is the memorandum to be recorded by Debtor and is being executed, delivered, and recorded by Debtor in furtherance of its agreement.

**AGREEMENT**

Debtor agrees with Secured Party as follows:

1. Debtor grants Secured Party a security interest in the Intellectual Property described on Exhibit B attached hereto, subject to the conditions, provisions, and terms more particularly set forth in the Security Agreement.
2. This Memorandum will be binding upon and inure to the benefit of the Parties hereto, their representatives, successors, and assigns.
3. This Memorandum will be governed by and construed in accordance with the laws of the State of Colorado.

Debtor:

Vital Therapies, Inc., a Delaware corporation

By: Anna Stein

Its: CHIEF FINANCIAL OFFICER

Date: 10/28/10

TO: KALAN COMPANY 370 SEVENTEENTH STREET, SUITE 4800

**EXHIBIT A**

ZhenAn Zhang  
Long 200, Building 2, Room 1702  
Dong Tai Road, Pu Dong District  
Shanghai, The People's Republic of China 200120.

TO: KALAN COMPANY: 370 SEVENTEENTH STREET, SUITE 4800

**EXHIBIT B****ATTACHMENT 1**  
**INTELLECTUAL PROPERTY****Owned patents, trademarks, service marks, and applications therefor**

1. The following trademarks and service marks:

**USPTO approved registrations:**

- RLAID® Registration No: 2504821; Serial No: 35/183137; good for ten years from 11/16/2007 acceptance date

**SAIC (China) approved registrations:**

- Class 10 in English No: 4430817; in Chinese No: 4430821; and combined No: 4430805
- Class 9 English No: 4430816
- Class 11 combined No: 4460760
- Class 20 combined No: 4460761
- Class 35 Chinese No: 4430822; combined No: 4430806
- Class 37 combined No: 4460763
- Class 40 combined No: 4460764
- Class 42 combined No: 4460766
- Class 44 English No: 4430819; Chinese No: 4430823; combined No: 4430807

**Singapore approved registration:**

- Class 10 English No: T0905808A; good for ten years from 5/7/09 acceptance date

**Singapore applications:**

- Class 10 application Chinese No: T0909136D
- Classes 5, 40 and 42 combined English and Chinese No: T0909134I
- Class 44 in English No: T0909137B; in Chinese No: T0909135J

TOK KALAN COMPANY: 370 SEVENTEENTH STREET, SUITE 4800

## 2. The following patents and patent applications:

Patent	"Permanent Human Hepatocyte Cell Line And Its Use In A Liver Assist Device (LAD)"
Date of Patent	March 1, 1994 (U.S.)
Patent #	5,290,684
Countries	United States, Europe, Japan, Australia
Brief Description	Relates to permanent cell lines of hepatocytes with liver functions and methods of their use, particularly the use of the cell line in liver assist devices and in studying metabolism and regulation of liver cells.
Patent	"Organ Support System"
Date of Patent	November 29, 1994 (U.S.)
Patent #	5,368,555
Brief Description	Relates to an organ support system and method for sustaining a patient, and more particularly to an organ support system having a cell line which imitates or supports the function of a specific bodily organ e.g., liver, kidney, etc.
Patent	"C3A Serum-Free Clonal Cell Line and Methods of Use"
Date of Patent	June 24, 2006 (U.S.)
Patent #	7,390,651
Brief Description	Relates to a clone of the C3A cell line that will grow in serum free medium. This will allow production of ELAD <sup>®</sup> cartridges without the need for cell serum in the same culture medium.
Patent	"Metabolic Detoxification System and Method"
Date of Filing	April 28, 2004 (U.S. and Worldwide, including China)
Patent #	Pending: US Application 20030236329
Brief Description	Relates to an advanced metabolic detoxification and support system and method for sustaining a patient, and specifically to a system having the C3A cell line.
Patent	"Immortal Non-Tumorigenic Human Hepatocyte Cell Line"
Date of Patent	Claims and Specification Drafted
Patent	"Up Regulation of Detoxification Activities of Hepatocyte Based Liver Assist Systems"
Date of Patent	Claims and Specification Drafted