

In Recognition of the
STEVENSON-WYDLER (15 USC 3710)
COOPERATIVE RESEARCH AND DEVELOPMENT AGREEMENT
(hereinafter "CRADA") No. ORNL01-0625 for the

"Artificial Retina Project"

BY AND AMONG
UT-Battelle, LLC
under its U. S. Department of Energy Contract
No. DE-AC05-00OR22725
as Operator of Oak Ridge National Laboratory
and
Sandia Corporation
under its U. S. Department of Energy Contract
No. DE-AC04-94AL85000
as Operator of Sandia National Laboratory
and
The Regents of The University of California
under its U. S. Department of Energy Contract
No. W-7405-ENG-36
as Operator of Los Alamos National Laboratory
and
The Regents of The University of California
under its U. S. Department of Energy Contract
No. W-7405-ENG-48
as Operator of Lawrence Livermore National Laboratory
and
The University of Chicago
under its U. S. Department of Energy Contract
No. W-31-109-ENG-38
as Operator of Argonne National Laboratory
(hereinafter "Contractors")
and
Second Sight Medical Products, Inc.
(hereinafter "Participant")
all being hereinafter jointly referred to as the "Parties."

WITH CONTRIBUTIONS FROM
The Doheny Eye Institute, University of Southern California
under its U.S. Department of Energy Grant No. ER 63735
and
The University of California at Santa Cruz
under its U.S. Department of Energy Grant No. ER 63750
and
North Carolina State University
under its U.S. Department of Energy Grant No. ER 63752
(hereinafter "Grantees")

WHEREAS, no treatment currently exists that can restore lost vision to people left visually impaired or totally blind by outer retinal degenerative diseases, such as retinitis pigmentosa and macular degeneration, and

WHEREAS, the progression of retinal degeneration can be slow, but the eventual impact on vision and quality of life can be devastating, and

WHEREAS, retinal degeneration causes progressive photoreceptor cell loss, yet spares most of the retinal inner nuclear layer cells and some retinal ganglion cells, both types of which maintain their connections to the visual processing centers in the brain, and

WHEREAS, methods designed to bypass the lost photoreceptor cells using the surviving retinal cells to send visual information to the brain may result in some visual recovery, and

WHEREAS, the U.S. Department of Energy, via its Contractors; the Participant; and the Grantees each has unique technological expertise to contribute to the development and commercialization of an intraocular retinal prosthesis that will restore some vision to persons affected by outer retinal degenerative diseases, and

WHEREAS, the Contractors entered into a CRADA with Participant on April 29, 2004, to facilitate the development of a commercially viable retinal prosthesis, and

WHEREAS, the U.S. Department of Energy has granted funds to Grantees for research and development in connection with the Artificial Retina Project, and

WHEREAS, the successful development of an intraocular retinal prosthesis will have a major impact on health care in the United States.

THEREFORE, in recognition of the foregoing, the Parties and Grantees hereby memorialize their respective agreements regarding the Artificial Retina Project.

ON BEHALF OF THE U.S. DEPARTMENT OF ENERGY:

BY:

Spencer Abraham
Spencer Abraham, Secretary

DATE:

October 14, 2004

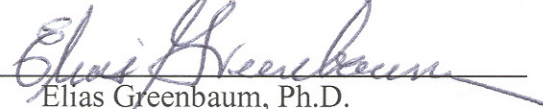
BY:

Raymond L. Orbach
Raymond L. Orbach
Director, Office of Science

DATE:

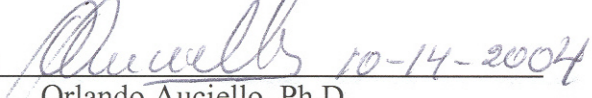
October 14, 2004

ON BEHALF OF OAK RIDGE NATIONAL LABORATORY:

BY: 
Elias Greenbaum, Ph.D.
Deputy Project Director

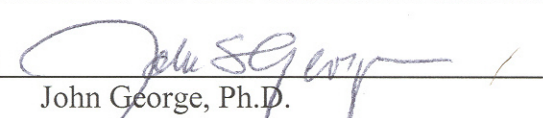
DATE: Oct-14, 2004

ON BEHALF OF ARGONNE NATIONAL LABORATORY:

BY:  10-14-2004
Orlando Auciello, Ph.D.
Principal Investigator

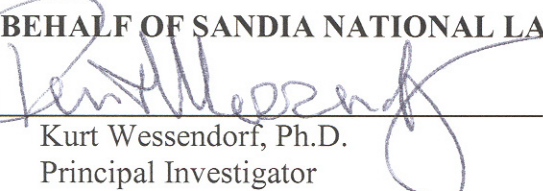
DATE: 10-14-2004

ON BEHALF OF LOS ALAMOS NATIONAL LABORATORY:

BY: 
John George, Ph.D.
Principal Investigator


DATE: 10-14-04

ON BEHALF OF SANDIA NATIONAL LABORATORY:

BY: 
Kurt Wessendorf, Ph.D.
Principal Investigator

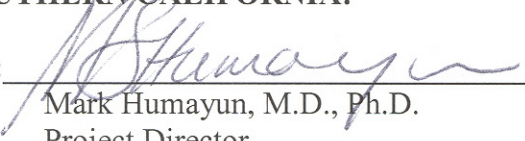
DATE: 10/14/04

ON BEHALF OF LAWRENCE LIVERMORE NATIONAL LABORATORY:

BY: 
J. Courtney Davidson, MSEE.
Principal Investigator


DATE: 10-14-04

ON BEHALF OF THE DOHENY EYE INSTITUTE, UNIVERSITY OF SOUTHERN CALIFORNIA:

BY: 
Mark Humayun, M.D., Ph.D.
Project Director


DATE: 10/14/2004

ON BEHALF OF THE UNIVERSITY OF CALIFORNIA AT SANTA CRUZ:

BY: 
Wentai Liu, Ph.D.
Principal Investigator


DATE: OCT. 14, 2004

ON BEHALF OF NORTH CAROLINA STATE UNIVERSITY:

BY: 
Gianluca Lazzi, Ph.D.
Principal Investigator

DATE: 10/14/2004

ON BEHALF OF SECOND SIGHT MEDICAL PRODUCTS, INC.:

BY: 
Robert Greenberg, M.D., Ph.D.
President and CEO

DATE: 10/14/04