

CANCERVAX CORP  
Form 8-K  
April 20, 2006

**Table of Contents**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549  
FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): April 14, 2006  
CANCERVAX CORPORATION  
(Exact Name of Registrant as Specified in its Charter)**

<b>Delaware</b> (State or Other Jurisdiction of Incorporation)	<b>0-50440</b> (Commission File Number)	<b>52-2243564</b> (IRS Employer Identification No.)
<b>2110 Rutherford Road, Carlsbad, CA</b> (Address of Principal Executive Offices)		<b>92008</b> (Zip Code)
Registrant's telephone number, including area code: <b>(760) 494-4200</b>		

(Former Name or Former Address, if Changed Since Last Report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**TABLE OF CONTENTS**

Item 1.01. Entry into a Material Definitive Agreement

Item 9.01. Financial Statements and Exhibits

SIGNATURES

EXHIBIT INDEX

EXHIBIT 10.1

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**Table of Contents**

**Item 1.01. Entry into a Material Definitive Agreement.**

On April 14, 2006, CancerVax Corporation (the Company ) entered into an Assignment and Assumption of Lease (the Assignment ) with American Bioscience, Inc., a California corporation. The Company currently is the tenant under a lease dated July 22, 1999 (the Lease ) between the Company (as successor in interest to John Wayne Cancer Institute, a non-profit corporation) and Marina Business Center, L.L.C., a Delaware limited liability company (as successor in interest to Spieker Properties, L.P., a California limited partnership), for 50,750 rentable square feet of space located at 4503 Glencoe Avenue, Marina Del Rey, California (the Premises ). The Lease, subject to any rights of extension, terminates on August 14, 2011. The Assignment assigns all right, title, and interest in, to and under the Premises and the Lease to American Bioscience and is effective as of May 1, 2006. American Bioscience will have no obligation to pay rent for the Premises until July 2006.

The foregoing description of the Assignment does not purport to be complete and is qualified in its entirety by reference to the full text of the Assignment. A copy of the Assignment is attached hereto as Exhibit 10.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits.

**Exhibit No. Description**

10.1	Assignment and Assumption of Lease, dated as of April 14, 2006, by and between CancerVax Corporation and American Bioscience, Inc.
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**Table of Contents**

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CANCERVAX CORPORATION

Date: April 20, 2006

By: /s/ David F. Hale

Name: David F. Hale

Title: President and Chief Executive Officer

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**Table of Contents**

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