Controlling nanoemulsion surface chemistry with poly(2-oxazoline) amphiphiles

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ABSTRACT: Emulsions are dynamic materials that have been extensively employed within pharmaceutical, food and cosmetics industries. However, their use beyond conventional applications has been hindered by difficulties in surface functionalization, and an inability to selectively control physicochemical properties. Here, we employ custom poly(2-oxazoline) block copolymers to overcome these limitations. We demonstrate that poly(2-oxazoline) copolymers can effectively stabilize nanoscale droplets of hydrocarbon and perfluorocarbon in water. The controlled living polymerization of poly(2-oxazoline)s allows for the incorporation of chemical handles into the surfactants such that covalent modification of the emulsion surfaces can be performed. Through post-emulsion modification of these new surfactants, we are able to access nanoemulsions with modified surface chemistries, yet consistent sizes. By decoupling size and surface charge, we explore structure-activity relationships involving the cellular uptake of nanoemulsions in both macrophage and non-macrophage cell lines. We conclude that the cellular uptake and cytotoxicity of poly(2-oxazoline)-stabilized droplets can be systematically tuned via chemical modification of emulsion surfaces.

INTRODUCTION:

Facile methods to reliably prepare complex materials facilitate new technologies and medicines. Towards the development of optoelectronic materials and sensors, predictable assemblies of hard nanomaterials have enabled emergent optical, electronic, and magnetic properties. For biomedical applications, the advantageous safety and clearance properties of soft organic materials have propelled liposomes, polymer micelles, hydrogels, and dendrimers into the research spotlight. Surfactants play a critical role in the formation and stabilization of emulsions, directly affecting the size, surface charge, and stability of the droplets (Figure 1A). This class of amphiphilic molecules can be composed of small molecules or polymers. They orient at the liquid-liquid interface to reduce interfacial tension between the immiscible emulsion core and bulk phases. Simple surfactants such as phospholipids and poloxamers (Figure 1B) are routinely used for industrial applications, while recently engineered peptide, polymer, and nanoparticle surfactants have produced responsive materials and sophisticated architectures. Slight changes in surfactant structure can drastically affect the physiochemical properties of the emulsions. These subtleties make the systematic alteration of a single characteristic difficult, precluding structure-property relationships. A method that will facilitate the decoupling of size and surface charge is the ability to control surface chemistry after the droplet has been formed.
**RESULTS AND DISCUSSION:**

We first synthesized a small library of amphiphilic diblock and triblock poly(2-oxazoline) amphiphiles and explored their ability to stabilize oil-in-water and perfluorocarbon-in-water nanoemulsions (Figure 2). The polymer surfactants were designed to mimic Pluronic F-68 with poly(2-methyl-2-oxazoline) replacing poly(ethylene oxide) and either poly(2-propyl-2-oxazoline), poly(2-nonyl-2-oxazoline), or poly(2-(perfluoroethyl)2-oxazoline) replacing the hydrophobic poly(propylene oxide). The POx surfactants were synthesized through a controlled, living polymerization, facilitating tunable block structure, length, and selective comonomer addition. Based on these collective attributes, we focused on amphiphilic poly(2-oxazoline) surfactants to decouple the physicochemical properties of nanoemulsions and facilely control their surface chemistry.

Herein, we report a panel of POx surfactants for the stabilization and functionalization of nanoemulsions, kinetically stabilized emulsions less than 500 nm in size. We showcase the controlled living polymerization of POx to incorporate comonomers into the hydrophilic block of the surfactants to facilitate post-emulsion functionalization. We find that thiol-en and copper-catalyzed azide-alkyne cycloaddition (CuAAC) chemistries are successful at the liquid-liquid interface, overcoming a key obstacle in emulsion functionalization. We demonstrate that these chemistries can decouple emulsion properties by altering the charge of similarly-sized droplets.

A scenario where both the size and charge of particles directly influence function is cellular uptake. Controlling cell-nanoparticle interactions is essential for advancements in nanomedicine. Previous work has explored the relationship between size, charge, and cellular uptake by modulating the surface chemistry of gold nanoparticles, micelles, and peptide-brush polymers. These studies indicate that not only is the surface chemistry important but also the nanomaterial composition. The custom surfactants reported herein allowed us to extend the scope of cellular uptake studies to include nanoemulsions. We find that macrophage and non-macrophage cells display charge-dependent cellular uptake with cationic emulsions preferentially uptaken in both cell types.
substituted-2-oxazoline monomers (Figure 2A, 2-5). Due to the controlled nature of the polymerization mechanism, block lengths were tuned by initiator to monomer ratio. Hydrophilic blocks were kept at 30 repeat units of 2-methyl-2-oxazoline (2), while hydrophobic blocks (composed of 3, 4 or 5) were kept at 10 repeat units. Microwave-assisted polymerization allowed for short reaction times and low dispersities (Table 1) compared to traditional solution phase synthesis.77 Polymerizations were quenched with acetic acid to aid determination of number average molecular weight (Mn) via end-group analysis. Following this procedure, we prepared polymers 6–11 (Figure 2A, Table 1) and characterized them to have Mn from 3.7 to 10.1 kDa with narrow dispersities (Đ ≤ 1.30).

Next, we evaluated the ability of poly(2-oxazoline)s 6–11 to act as surfactants for nanoemulsions. Poly(2-oxazoline)s have been thoroughly investigated for micellization78 and have previously been employed for chloroform-in-water macroemulsions,79 yet their use as surfactants for nanoemulsion formation is novel. Our main interest lies in perfluorocarbon-in-water nanoemulsions,80–82 as the orthogonality of the fluorous phase provides opportunities to selectively sequester fluorous-tagged payloads inside the droplets.83 Historically, perfluorocarbon (PFC) nanoemulsions have been stabilized by Pluronic F-68 (1) for use as artificial blood substitutes;84 however, these surfactants have been associated with formulation inconsistencies and multidose toxicity.85–87 Contemporary applications of PFC nanoemulsions such as 19F-magnetic resonance imaging,88,89 ultrasound contrast agents,90 photodynamic therapy,82,91 and intracellular sensors92 have spawned interest in new formulations. We previously looked to commercially available polymers and biomolecules for the stabilization and surface functionalization of PFC emulsions, but found these materials unsuitable due to large size and rapid degradation of the droplets, as well as limitations in post-emulsion functionalization.93 Recently, volatile perfluorocarbon droplets have been effectively stabilized by Gianneschi and coworkers through triblock poly(norbornene)s,94 and by Medina et al. through crosslinked peptides95. However, neither of these efforts explored surface modification. Collectively, these works indicate that custom polymer surfactants allowing for functionalizable, stable PFC nanoemulsions are necessary.

To test the ability for POx amphiphiles to stabilize nanoemulsions, polymers 6–11 were first solubilized in dimethylformamide and then diluted with phosphate buffered saline (PBS, pH 7.4) to a final surfactant loading of 2.8 wt%. This solution was combined with 10 vol% fluorous or hydrocarbon oil. Emulsions were formulated using ultrasonication for 15 minutes at 0 °C. For the fluorous solvent, we selected a 7:3 (v/v%) mixture of perfluorodecalin:perfluorotripropylamine (PFD:PFTPA, eluent: DMF + 0.1M LiBr) as the orthogonal solvent for the fluorous phase, we selected a 7:3 (v/v%) mixture of perfluorodecalin:perfluorotripropylamine (PFD:PFTPA, eluent: DMF + 0.1M LiBr) and by NMR end-group analysis of terminal CH3 group to polymeric backbone

![Figure 2](image-url)

**Figure 2.** (A) Library of amphiphilic di- and triblock copolymers and (B) their utility as surfactants for PFC nanoemulsions composed of 7:3 v/v% perfluorodecalin (PFD):perfluorotripropylamine (PFTPA). (C) Initial size distributions of POx-stabilized emulsions. Emulsions were prepared by sonication a solution of 2.8 wt% surfactant, with 10 vol% 7:3 PFD:PFTPA in phosphate buffered saline (PBS). Emulsions were diluted 1:100 in MilliQ water prior to measurements by dynamic light scattering (DLS). (D) Ostwald ripening of emulsions over 60 days. The emulsions prepared in (C) were monitored over time by DLS. (C/D) Data represents the average of 3 independent samples. (C) Error bars represent the half-width at half-maximum averaged over the 3 independent samples. (D) Error bars represent the standard deviation of the size changes for 3 independent samples.

**Table 1.** Surfactant library of amphiphilic poly(2-oxazoline)s

<table>
<thead>
<tr>
<th>#</th>
<th>Polymer</th>
<th>Mₐ (kDa)</th>
<th>Đ</th>
</tr>
</thead>
<tbody>
<tr>
<td>6</td>
<td>P(MeOx₃ₐ-b-PrOx₈)</td>
<td>3.5</td>
<td>1.2</td>
</tr>
<tr>
<td>7</td>
<td>P(MeOx₃ₐ-b-PrOx₉₉-b-MeOx₃₀)</td>
<td>6.2</td>
<td>1.2</td>
</tr>
<tr>
<td>8</td>
<td>P(MeOx₃ₐ-b-NonOx₁₃)</td>
<td>4.8</td>
<td>1.2</td>
</tr>
<tr>
<td>9</td>
<td>P(MeOx₃ₐ-b-NonOx₁₃₁-b-MeOx₃₀)</td>
<td>7.4</td>
<td>1.2</td>
</tr>
<tr>
<td>10</td>
<td>P(MeOx₃ₐ-b-FOx₁₀)</td>
<td>6.6</td>
<td>1.1</td>
</tr>
<tr>
<td>11</td>
<td>P(MeOx₃ₐ-b-FOx₉₉-b-MeOx₃₀)</td>
<td>8.9</td>
<td>1.0</td>
</tr>
</tbody>
</table>

MeOx: methyl-2-oxazoline, 2; PrOx: propyl-2-oxazoline, 3; NonOx: nonyl-2-oxazoline, 4; FOx: (perfluorohexyl)ethyl-2-oxazoline, 5

*Number-average molecular weight (Mₐ) determined by ¹H-NMR end-group analysis of terminal CH₃ group to polymeric backbone

*Dispersion index (Đ) determined by GPC analysis (eluent: DMF + 0.1M LiBr)
12:13) due to its use in Fluosol-DA, a previously FDA-approved PFC nanoemulsion stabilized by Pluronic F-68 (1). Dynamic light scattering analysis of POx-stabilized PFC nanoemulsions showed size distributions that were comparable or smaller than droplets stabilized by 1 (Figure 2C), with polydispersities ranging from 0.1 to 0.2. Monitoring the size over 60 days at ambient temperature indicated that propyl-2-oxazoline-containing surfactants (6, 7) were inferior, exhibiting significant Ostwald ripening (>350 nm change in size, Figure 2D), despite structural analogy to 1. The more hydrophobic nonyl-2-oxazoline-containing surfactants (8, 9) were superior to the propyl-containing surfactants with diblock 8 performing better than triblock 9. Surfactants with fluorous components (10, 11) displayed the best stability over time, on par with 1. When employed for olive oil emulsion formation, 6-9 resulted in sub-250 nm droplets. As expected, the fluororous copolymers 10 and 11 were not effective surfactants for the formation of oil-in-water nanoemulsions. After 3 weeks, oil droplets stabilized by propyl-2-oxazoline-containing surfactants (6, 7) underwent phase separation. In contrast, emulsions stabilized by nonyl-2-oxazoline-containing surfactants (8, 9) showed no size change. These data demonstrate that the following results on PFC nanoemulsions can be extended to more conventional oil-in-water nanoemulsions. Our initial library of poly(2-oxazoline) surfactants resulted in amphiphilic copolymers that performed similarly to Pluronic F-68 yet could be prepared through a controlled living polymerization. Diblock copolymers 8 and 10 stood out as most promising, as 8 formed emulsions of small size for both oil-in-water and PFC nanoemulsions, while 10 formed PFC emulsions with good stability. Work toward expanding this library to elucidate the role of the surfactant’s hydrophilic-lipophilic balance, block length and structure on emulsion size and stability are underway. Here, we focus on the creation of POx surfactants that allow for modification of the emulsion surface, such that size and surface charge can be decoupled.

Surfactants that could be further functionalized were synthesized by incorporating alkene and alkyne functionality into the hydrophilic poly(2-methyl-2-oxazoline) block of POx amphiphile 8. Alkene and alkyne functionalities were chosen due to their ability to undergo thiol-ene and CuAAC “click” chemistries, respectively. These classes of reactions benefit from their high efficiency, modularity, and water compatibility—all desirable characteristics for the proposed post-emulsion modification route. To prepare functionalizable POx surfactants, we initiated the polymerization of 5:30 2-(3-buteny)-2-oxazoline (14) or 2-(4-pentynyl)-2-oxazoline (15) to methyl-2-oxazoline (2, 15 mol% alkene/alkyne) with methyl triflate. Once all monomer was consumed, nonyl-2-oxazoline (4) was introduced to the reaction mixture to form the hydrophilic block (Figure 3A). Previous work has demonstrated that 14 or 15 may be statistically incorporated into the poly(2-methyl-2-oxazoline) chain. The resulting alkene- or alkyne-containing surfactants, 16 and 17 respectively, were characterized by NMR and GPC to contain the desired chemical handles and have $M_n$ and dispersities comparable to surfactant 14.

With these polymers in hand, we first optimized conditions for thiol-ene and click chemistry. Alkene-containing POx 16 underwent quantitative thiol-ene chemistry by treatment with mercaptoacetic acid (18, 5.0 equiv.), Irgacure D-2959 photoinitiator (0.2 equiv.), and irradiation with 365 nm light (output power: 3 x 325mW at 365 nm) overnight to result in modified polymer 19 (Figure 3B,D). Similarly, polymer 17 underwent complete conversion upon treatment with ethylazidoacetate (20, 3.0 equiv.), cupric sulfate (0.5 equiv.) and sodium ascorbate (0.3 equiv.), stirring at room temperature overnight to yield modified polymer 21 (Figure 3C,E).
Optimized thiol-ene and click chemistries were then extended from a post-polymerization to a post-emulsification modification strategy. PFC nanoemulsions stabilized by 16 and 17 were prepared following the conditions employed for 8 (Figure 4A). The resulting emulsions were found to be similar in size and polydispersity to 8, indicating the presence of 15 mol% comonomer did not significantly disrupt the hydrophilic-hydrophobic balance of the surfactant (Figure 4B). Nanoemulsions prepared from 17 that contained alkynes on the surface were fluorescently modified by treatment with azidohodamine 22 (3.0 equiv.), cupric sulfate (0.5 equiv.) and sodium ascorbate (0.3 equiv.) (Figure 4C). As a control, an emulsion stabilized by the corresponding non-functionalized surfactant (8) was exposed to identical conditions. Emulsion sizes were monitored before and after the reaction to confirm that the reagents did not disrupt nanoemulsion stability. The rhodamine absorption of the emulsion solutions exposed to CuAAC conditions was measured before and after dialysis of the samples using UV-Vis spectroscopy. Prior to dialysis, an increased shoulder on the emulsions containing alkyne suggested aggregation of the fluorophores due to high local concentration on the surface of the droplets (Figure 4D, red solid line). Covalent modification of the surface of the droplets was confirmed after dialysis as the alkyne-containing emulsions retain absorption from the rhodamine while the control emulsions were no longer colored (Figure 4D, dashed line). Emission spectra as well as 1H-NMR of surfactant isolated post-reaction further confirmed quantitative consumption of the alkyne chemical handles.

Alongside verification that Cu-catalyzed click chemistry was successful at the nanoemulsion surface using a rhodamine dye, we validated that the thiol-ene reaction was a viable approach for post-emulsion modification by modulating the surface charge of the droplets. Changes in surface charge could be quantified by zeta potential analysis, which did not require a purification step. PFC nanoemulsions stabilized by 16 were subjected to photoinitiator (0.8 equiv, Irgacure D-2959) in the presence of thiols (20.0 equiv) methyl mercaptoacetate (23), mercaptoacetic acid (18), and 2-dimethylaminoethanethiol (24). (F) Zeta potential of the emulsions before (16) and after thiol-ene modification following the conditions in (E). Black = emulsions stabilized by 16; Yellow = emulsions stabilized by 16 and modified by 23; Red = emulsions stabilized by 16 and modified by 18; Blue = emulsions stabilized by 16 and modified by 24. The surface charge was analyzed by diluting the reaction mixtures 1:100 in MilliQ H2O and measuring the zeta potential. Data is representative of five replicate measurements. Error bars represent the standard deviation of five measurements.
mercaptoacetic acid (18), or 2-dimethylaminoethanethiol (24), which will have different protonation states at physiological pH. These solutions were irradiated with 365 nm light overnight and the zeta potential of the samples were measured (Figure 4E/F). As compared to control emulsions stabilized by unmodified 16 (black, Figure 4F), treatment with thiols 23, 18 and 24 exhibit the expected changes in zeta potential: neutral 23 displays no significant change, acid 18 results in more negatively charged droplets, and amine 24 gives positively charged emulsions. Controls lacking reagents (thiol, light or photoinitiator) corroborate these results, which are further confirmed by NMR analysis of isolated surfactant after the modified emulsions have been disassembled.

Using the thiol-ene post-emulsification strategy, we can modulate the zeta potential of the droplets from +35 to -35 mV at pH 7.4 while keeping the size constant. Notably, it is difficult to obtain emulsions with identical sizes but varied surface charges, as ionic surfactants stabilize interfacial tensions differently compared to non-ionic surfactants.26 We demonstrated that the pre-emulsion functionalization of the surfactants yielded distinct nanoemulsions when compared to post-emulsion modification. Polymers were prepared by reacting 16 with thiols 18, 23, or 24. After isolation, these surfactants were subjected to standard PFC nanoemulsion formation conditions (Figure 5A). We then compared the size and surface charge of emulsions resulting from the pre- or post-emulsification approach to emulsions stabilized by unmodified surfactant 16. As expected, there was no statistically significant difference in size for emulsions modified with neutral thiol 23 (Figure 5B, yellow). In contrast, differences were observed in the size of anionic and cationic emulsions (Figure 5B, red and blue, respectively). Overall, emulsions formed through a pre-emulsification method varied in size by up to 35 nm, while post-emulsion modification resulted in nanoemulsions with only a 5 nm variance. These results showcase that post-emulsion surfactant functionalization is a viable approach to decouple the zeta potential of nanoemulsions from their size.

With the ability to access this unique set of nanoemulsions, we performed a systematic study to identify how emulsion surface charge affects cellular uptake. It is known that the size, zeta potential, and surface chemistry of nanoparticles dictate cell uptake in vitro,74,81 but these experiments have primarily been performed on hard nanomaterials (e.g. gold nanoparticles74,96,99), micelles100–102 or liposomes,10,83,104 Results have shown that nanoparticle composition and cell type are also important factors in cell uptake. Thus, extending the scope of uptake studies to include nanoemulsions is necessary.

![Figure 5](image)

**Figure 5.** (A) Schematic of emulsions modified through pre- (top) or post- (bottom) emulsion modification methods. (B) Thiol-ene chemistries were performed on surfactant 16 with thiols 18, 23 or 24 either before (conditions in Figure 3B) or after emulsification (conditions in Figure 4E). The emulsion were diluted 1:100 in MilliQ water and analyzed by DLS. Plotted are the size changes as determined by the absolute difference between size distributions of the resulting emulsions and control emulsions formulated with unmodified 16. Size data is representative of the average of three independent samples, with three replicate measurements; error bars represent the standard deviation of three independent samples.

We assayed cellular uptake of PFC nanoemulsions in both macrophage and non-macrophage cell lines by loading a fluorous-soluble rhodamine dye (25, Figure 6B)101 into the emulsion core. The resulting fluorescent nanoemulsions were incubated with A375 (human melanoma, non-macrophage) or RAW (macrophage) cell lines for 3 hours and, after washing, their degree of fluorescence was quantified by flow cytometry (Figure 6C,D). We performed these studies on emulsions formed from 16 either unmodified or functionalized with 18, 23, or 24, as well as a control.

These experiments showed that cationic nanoemulsions were uptaken in the A375 non-macrophage cell line 250% more than the neutral emulsions and 370% more than the anionic emulsions (Figure 6C). This preference for cationic particles is consistent with other nanomaterial uptake studies.105–108 Notably, conjugation with neutral thiol 23 resulted in cellular uptake levels similar to that of unmodified 16, indicating that discrepancies in cellular uptake are due to differences in the physicochemical properties of the nanoemulsions, and not a result of the chemical modification process.
When the series of differentially charged nanoemulsions were incubated with the RAW macrophage cell line, the preference for cationic particles fell to 20% over the neutral emulsions and 60% over the anionic emulsions (Figure 6D). In addition, the overall uptake of nanoemulsions in RAW cells was about four-fold greater than A375 cells. Macrophage uptake appears to be particularly nanomaterial dependent as contrasting trends are apparent in the literature.\textsuperscript{76,102,105,110} Our results, which demonstrate a slight preference for cationic emulsions, have also been observed for other soft materials.\textsuperscript{76,101,111} Also of interest is the comparison of unmodified POx emulsions to Pluronic F-68 nanoemulsions (Figure 6C,D, gray vs. black). The zeta potential and size of these samples are similar, yet POx-stabilized emulsions display lower uptake than Pluronic F68-stabilized emulsions in both cell lines. These

Figure 6. (A) Schematic of cellular uptake study of differentially charged nanoemulsions. Nanoemulsions were fluorescently labeled via the addition of a fluorous-tagged rhodamine. (B) Fluorous rhodamine 25. (C/D) Flow cytometry of (C) non-macrophage (A375) and (D) macrophage (RAW) cell lines incubated with PFC nanoemulsions. PFC nanoemulsions with modified surface charges were prepared via the thiol-ene modification of emulsions formed from 16 as described in Figure 4F. Excess reagents were removed via thrice centrifugation and resuspension in MilliQ H\textsubscript{2}O. After the final wash, the emulsions were resuspended in PBS and 25 in acetone was added. The emulsions were rocked for 1 min then introduced to A375 or RAW cells for 3 hours. The cells were thrice washed with excess FACS buffer (PBS plus 1% FBS) to remove non-uptaken emulsions, lifted with trypsin and transferred to a V-bottom plate. The cells were further washed via centrifugation (x3, FACS buffer) and analyzed by flow cytometry. Cells were gated and FL2 mean fluorescence intensity (MFI) was plotted. Error bars represent the standard deviation of three replicate samples. Green = control cells; Black = emulsions stabilized by 16; Yellow = emulsions stabilized by 16 and modified by 23; Red = emulsions stabilized by 16 and modified by 18; Blue = emulsions stabilized by 16 and modified by 24; Grey = emulsions stabilized by 1. (E/F) Confocal microscopy of (E) A375 cells and (F) RAW cells. The procedure was identical to (C/D) except for a one-hour incubation followed by five initial washes (3x media, 2x FACS buffer). After the final wash, the cells were transferred to an FBS-treated microscope slide, incubated for 1 h in media, stained with Hoescht dye and LysoTracker Green imaged via confocal microscopy. These cells were analysed for rhodamine (Ex 532 nm, false color red) and Lysotracker Green (Ex 488 nm, false color green), and Hoescht dye (Ex 405 nm, false color blue). Scale bar indicates 10 µm. Images are representative of two independent experiments.
results suggest that the poly(2-methyl-2-oxazoline) surface coverage reduces the non-specific uptake of the emulsions as compared to poly(ethylene oxide). Low levels of non-specific uptake are essential for the active-targeting of nanoparticles.\textsuperscript{112–114} Thus, P0x-stabilized emulsions are poised to be versatile materials for targeted delivery.

Finally, we corroborated our quantitative flow cytometry data with microscopy and analyzed the cellular localization of the modified droplets. Previous works have shown that cationic and neutral PFC nanoemulsions undergo endocytosis in both macrophage and non-macrophage cells,\textsuperscript{88,115} while other work has found emulsions to fuse with the cell membrane\textsuperscript{116}. To explore the cellular fate of the POx-stabilized emulsions, we performed colocalization studies with LysoTracker on A375 and RAW cells (Figure 6E,F). The robust colocalization between rhodamine and LysoTracker fluorescence indicate that the nanoemulsions are internalized via endocytosis, and that cells do not use different uptake routes for differentially charged nanoparticles.\textsuperscript{82,105} We also observed an increased interaction with the cell-surface for the cationic particles, presumably due to electrostatic interactions with the anionic membrane.\textsuperscript{105}

We assayed the cytotoxicity of A375 and RAW cells treated with the different POx emulsions as well as a Pluronic F-68 control. The anionic POx emulsions did not display any statistically significant toxicity in both cell lines over 12 h. Cationic emulsions displayed significant macrophage toxicity and less pronounced, though significant, loss of viability in A375 cells. Interestingly, the unfunctionalized POx stabilized PFC nanoemulsions resulted in substantially larger viability loss in RAW cells than the emulsions that underwent surface modification with neutral thiol 23. Collectively, our results demonstrate that a post-emulsion functionalization approach is critical for tuning the cellular uptake and viability of these diverse, yet underdeveloped, soft nanomaterials.

**CONCLUSIONS:**

We demonstrate the use of amphiphilic poly(2-oxazoline)s to stabilize perfluorocarbon-in-water and oil-in-water nanoemulsions. The living nature of the polymerization allows for the controlled addition of functionalizable comonomers into the hydrophilic block of the polymers to facilitate covalent emulsion functionalization. Through incorporation of these functional handles, the ability to attach azide-modified dyes and neutral or charged thiolos to the surface of the droplets was achieved. We prepared a set of equal-size yet differentially charged nanoemulsions, which were employed to explore the dependence of cellular uptake on zeta potential in both macrophase and non-macrophage cell lines. We found that cationic emulsions were preferentially uptaken in both cell types. Overall levels of uptake were lower with poly(2-oxazoline) amphiphiles than poloxamers, making the surfactants and emulsions reported herein promising scaffolds for biomedical applications. Additionally, the ability to modify the surface of nanoemulsions should extend these materials to areas of nanotechnology where control over chemical and physical properties is a prerequisite.

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