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To the Honorable Assistant Cor

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<p>1. Name of conveying party(ies): <u>Kenneth Andrew Zabriskie</u></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>AT&T Corp.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>32 Avenue of the Americas</u></p> <p>City: <u>New York</u> State: <u>New York</u> 10013-2412, U.S.A.</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other _____</p> <p>Execution Date: <u>March 9, 1998</u></p>			
<p>4. Application number(s) or patent number(s):</p> <p>If this document is being filed together with a new application, the execution date of the application is _____</p> <p>A. Patent Application No.(s) <u>08/846811</u> B. Patent No. (s) _____</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>AT&T Corp.</u></p> <p>Street Address: <u>P. O. Box 4110</u></p> <p>City: <u>Middletown</u>, State: <u>New Jersey</u>, Zip: <u>07748</u></p>		<p>6. Total number of applications and patents involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>40.00</u></p> <p><input type="checkbox"/> Enclosed</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>01-2745</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>	

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<p>9. Statement and signature.</p> <p><i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i></p> <p><u>Jean-Robert Mirville</u> <u>March 13, 1998</u></p> <p>Name of Person Signing Signature Date</p> <p>Total number of pages including cover sheet, attachments, and document: <u>3</u></p>	
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K. A. Zabriskie 4

Mail documents to be recorded with required cover sheet information to:
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ASSIGNMENT AND AGREEMENT

For value received, I, Kenneth Andrew Zabriskie, of Indianapolis in the County of Marion and State of Indiana, hereby sell, assign and transfer to AT&T Corp., a corporation of the State of New York, having an office at 32 Avenue of the Americas, New York, New York 10013-2412, U.S.A., and its successors, assigns and legal representatives, the entire right, title and interest, for the United States of America, in and to certain inventions related to **Methods and Apparatus for Management of Remotely-Deployed Stations** described in an application for Letters Patent of the United States, Serial No. 08/846811, filed April 30, 1997, and all the rights and privileges in said application and under any and all Letters Patent that may be granted in the United States for said inventions; and I also concurrently hereby sell, assign and transfer to AT&T Corp. the entire right, title and interest in and to said inventions for all countries foreign to the United States, including all rights of priority arising from the application aforesaid, and all the rights and privileges under any and all forms of protection, including Letters Patent, that may be granted in said countries foreign to the United States for said inventions.

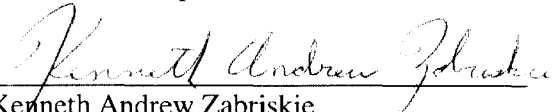
I authorize AT&T Corp. to make application for such protection in its own name and maintain such protection in any and all countries foreign to the United States, and to invoke and claim for any application for patent or other form of protection for said inventions, without further authorization from me, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

I hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any document which may be required in any country in proof of the right of AT&T Corp. to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.

I request that any and all patents for said inventions be issued to AT&T Corp. in the United States and in all countries foreign to the United States, or to such nominees as AT&T Corp. may designate.

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I agree that, when requested, I shall, without charge to AT&T Corp. but at its expense, sign all papers, and do all acts which may be necessary, desirable or convenient in connection with said applications, patents, or other forms of protection.


Kenneth Andrew Zabriskie

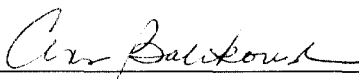
Date: March 9, 1998

United States of America)

State of Indiana) ss.:

County of marion)

On this 9th day of March, 1998, before me personally came Kenneth Andrew Zabriskie, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.


Notary Public
ANN BABKOWSKI, Notary Public
My Commission Expires Aug. 21, 2000
Resident of Marion County

AT&T Corp.
P. O. Box 4110
Middletown, New Jersey 07748