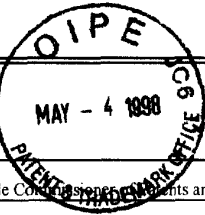


05-18-1998



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85-4-5

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof

1. Name of conveying party(ies):

Bryan Coon;
Neil Sherman; and
Lou Montulli

2. Name and address of receiving party(ies):

Name: Loral Fairchild Corporation
Street Address: 300 Robbins Lane
City: Syosset State: New York Zip Code: 11791
Country: United States of America

Additional name(s) of conveying party(ies) attached? yes no

Additional name(s) & address(es) attached? yes no

3. Nature of Conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Dates: February 26, 1996,
February 26, 1996, and
February 23, 1996, respectively

4. Application number(s) or patent number(s): 08/563,656

If this document is being filed together with a new application, the execution date of the application is

A. Patent Application No(s).

B. Patent No(s).

Additional numbers attached? yes no

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **Sterne, Kessler, Goldstein & Fox P.L.L.C.**

Internal Address: c/o

Street Address: 1100 New York Ave., N.W.
Suite 600

City: Washington State: D.C. Zip Code: 20005-3934

6. Total number of applications and patents involved

7. Total fee (37 C.F.R. § 3.41).....\$ 40.00

- Enclosed
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8. Deposit Account Number: 19-0036

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9. Statement and signature.

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.

Michael V. Messinger
Name of Person Signing
Registration No. 37,575

[Signature]
Signature

May 4, 1998
Date

Total number of pages including cover sheet, attachments and document 2

OMB NO. 0651-0011 (exp. 4/94)

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments
Washington, D.C. 20231

PATENT

ASSIGNMENT

In consideration of the sum of One Dollar (\$1.00) or equivalent and other good and valuable consideration paid to each of the undersigned: Bryan Coon, John F. McGee, Neil Sherman and Lou Montulli, the undersigned hereby sell(s) and assign(s) to Loral Fairchild Corporation (the Assignee) his/her entire right, title and interest

check applicable box(es) for the United States of America (as defined in 35 U.S.C. § 100),
 and throughout the world.

in the invention(s) known as Method and System for Multi-Spectral Imaging in the Visible and Infrared Spectrums for which application(s) for patent in the United States of America has (have) been executed by the undersigned on _____ (also known as United States Application No. 08/563,656, filed November 28, 1995), in any and all applications thereon, in any and all Letters Patent(s) therefor, and in any and all reissues, extensions, renewals, reexaminations of such applications or Letters Patent(s) and divisionals and continuing applications thereof to the full end of the term or terms for which such Letters Patent(s) issue, such entire right, title and interest to be held and enjoyed by the above-named Assignee to the same extent as they would have been held and enjoyed by the undersigned had this assignment and sale not been made.

The undersigned agree(s) to execute all papers necessary in connection with the application(s) and any continuing, divisional, reissue, reexamination or corresponding application(s) thereof and also to execute separate assignments in connection with such applications as the Assignee may deem necessary or expedient.

The undersigned agree(s) to execute all papers necessary in connection with any interference that may be declared concerning the application(s) or any continuing, divisional, reissue or reexamination application thereof and to cooperate with the Assignee in every way possible in obtaining evidence and going forward with such interference.

The undersigned hereby represents that undersigned has (have) full right to convey undersigned entire interest herein assigned, and that undersigned has (have) not executed, and will not execute, any agreement in conflict therewith.

The undersigned hereby grant(s) Robert Greene Sterne, Esquire, Registration No. 28,912, Edward J. Kessler, Esquire, Registration No. 25,688, Jorge A. Goldstein, Esquire, Registration No. 29,021, Samuel L. Fox, Esquire, Registration No. 30,353, David K.S. Cornwell, Esquire, Registration No. 31,944, Robert W. Esmond, Esquire, Registration No. 32,893, Tracy-Gene G. Durkin, Esquire, Registration No. 32,831, Michele A. Cimbala, Esquire, Registration No. 33,851, Michael B. Ray, Esquire, Registration No. 33,997 and Robert E. Sokohl, Registration No. 36,013 of STERNE, KESSLER, GOLDSTEIN & FOX P.L.L.C. 1100 New York Avenue, N.W., Suite 600, Washington, D.C. 20005-3934, power to insert in this assignment any further identification that may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document.

IN WITNESS WHEREOF, executed by the undersigned on the date(s) opposite their name(s).

Date: Feb 26th 1996 Signature of Inventor: Bryan A Coon
Bryan Coon

Date: _____ Signature of Inventor: _____
John F. McGee, III
Date: Feb 26, 1996 Signature of Inventor: John F. McGee, III
Neil Sherman

Date: Feb. 23, 1996 Signature of Inventor: Lou Montulli
Lou Montulli