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06-23-1998

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To the Hon. Commissioner of Patents and Trademarks

Record the attached original

1. Name of conveying party(ies): WILLIAM M. JENKINS, PH.D. BRET E. PETERSON, PH.D. STEVEN L. MILLER, PH.D. MICHAEL M. MERZENICH, PH.D. PAULA TALLAL, PH.D.

2. Name and address of receiving party(ies): Name: SCIENTIFIC LEARNING CORPORATION Street Address: 1995 University Avenue, Ste 400 City: Berkeley State: CA Zip: 94704-1074

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of Conveyance:

Assignment (executed in counterpart - 2 pages) Security Agreement Merger Change of Name Other

Execution Date: June 9, 1998

Additional name(s) & addresses attached? Yes No

4. Application Number(s) or patent number(s):

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

A. Patent Application No.(s) 09/012,812 B. Patent No.(s)

Filed: January 23, 1998

Additional numbers attached? Yes No

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

Name: LAW OFFICES OF JAMES D. IVEY

Street Address: 3025 TOTTERDELL STREET

City: OAKLAND State: CA Zip: 94611-1742

6. Total number of applications and patents involved 1

7. Total fee (37CFR3.41) \$ 40.00

Enclosed Authorized to be charged to deposit account.

8. Deposit Account Number - (Attach duplicate copy of this page if paying by Deposit Account)

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.

James D. Ivey Name of Person Signing

Signature

Date June 11, 1998

Total number of pages comprising cover sheet: 1

Mail documents to be recorded with required cover sheet information to:

Hon. Commissioner of Patents and Trademarks Box: Assignments Washington, D.C. 20231

ASSIGNMENT

For good and valuable consideration, receipt of which is hereby acknowledged, we, William M. Jenkins, Ph.D. of Pacifica, California, Bret E. Peterson, Ph.D. of Lafayette, California, Steven L. Miller, Ph.D. of Pacifica, California, Michael M. Merzenich, Ph.D. of San Francisco, California, and Paula Tallal, Ph.D. of Lumberville, Pennsylvania, hereby sell, assign, and transfer to Scientific Learning Corporation, a Delaware corporation, having a place of business at 1995 University Avenue, Suite 400, Berkeley, California 94704-1074, its successors and assigns, the entire right, title, and interest through the world in our invention in:

Uniform Motivation for Multiple Computer-Assisted Training Systems

for which we have made a United States Utility Patent Application, Serial Number 09/012,812, filed on January 23, 1998 and all patent applications and patents of every country for said invention, including divisions, reissues, continuations, and extensions thereof, and all rights of priority resulting from the filing of said applications; we authorize the above-named assignee to apply for patents of foreign countries for said invention, and to claim all rights of priority without further authorization from us; we agree to execute all papers useful in connection with said United States and foreign applications, and generally to do everything possible to aid said assignee, their successors, assigns, and nominees, at their request and expense, in obtaining and enforcing patents for said invention in all countries; and we request the Commissioner for Patents and Trademarks to issue all patents granted for said invention to the above-named assignee, its successors, and assigns.

Executed this 5th day of June, 19 98.
day month year

William M. Jenkins
William M. Jenkins, Ph.D.

Executed this 5th day of June, 19 98.
day month year

Bret Peterson
Bret E. Peterson, Ph.D.

Executed this 5th day of June, 19 98.
day month year

Steven L. Miller
Steven L. Miller, Ph.D.

Executed this 8th day of June, 19 98.
day month year

Michael M. Merzenich
Michael M. Merzenich, Ph.D.

Executed this ___ day of _____, 19 ____.
day month year

Paula Tallal, Ph.D.

ASSIGNMENT

For good and valuable consideration, receipt of which is hereby acknowledged, we, William M. Jenkins, Ph.D. of Pacifica, California, Bret E. Peterson, Ph.D. of Lafayette, California, Steven L. Miller, Ph.D. of Pacifica, California, Michael M. Merzenich, Ph.D. of San Francisco, California, and Paula Tallal, Ph.D. of Lumberville, Pennsylvania, hereby sell, assign, and transfer to Scientific Learning Corporation, a Delaware corporation, having a place of business at 1995 University Avenue, Suite 400, Berkeley, California 94704-1074, its successors and assigns, the entire right, title, and interest through the world in our invention in:

Uniform Motivation for Multiple Computer-Assisted Training Systems

for which we have made a United States Utility Patent Application, Serial Number 09/012,812, filed on January 23, 1998 and all patent applications and patents of every country for said invention, including divisions, reissues, continuations, and extensions thereof, and all rights of priority resulting from the filing of said applications; we authorize the above-named assignee to apply for patents of foreign countries for said invention, and to claim all rights of priority without further authorization from us; we agree to execute all papers useful in connection with said United States and foreign applications, and generally to do everything possible to aid said assignee, their successors, assigns, and nominees, at their request and expense, in obtaining and enforcing patents for said invention in all countries; and we request the Commissioner for Patents and Trademarks to issue all patents granted for said invention to the above-named assignee, its successors, and assigns.

Executed this ____ day of _____, 19____.
day month year

William M. Jenkins, Ph.D.

Executed this ____ day of _____, 19____.
day month year

Bret E. Peterson, Ph.D.


Executed this ____ day of _____, 19____.
day month year

Steven L. Miller, Ph.D.

Executed this ____ day of _____, 19____.
day month year

Michael M. Merzenich, Ph.D.

Executed this 9 day of June, 1998.
day month year



Paula Tallal, Ph.D.