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Name (line 2)			(16/08/1998
Name (line 1)	Shaoqing Q. Wang		Execution Date
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ASSIGNMENT AND AGREEMENT

For value received, we, Mark Jeffrey Foladare, of Kendall Park in the County of Middlesex and State of New Jersey, Shelley B. Goldman, of East Brunswick in the County of Middlesex and State of New Jersey, David Phillip Silverman, of Somerville in the County of Somerset and State of New Jersey, Shaoqing Q. Wang, of Middletown in the County of Monmouth and State of New Jersey, and Robert S. Westrich, of Middletown in the County of Monmouth and State of New Jersey, 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 Method and Apparatus for Noise Cancellation described in an application for Letters Patent of the United States, executed by us of even date herewith, 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 we 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.

We 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 us, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

We 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.

We 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.

PATENT REEL: 9315 FRAME: 0348

We agree that, when requested, we 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.

Mach leffey of Alane
Mark Jeffrey Foladare

United States of America

State of New Servey) ss.: 156-58-1491

County of Servey)

and who executed the foregoing instrument, and acknowledged execution of the same.

NOTARY PUBLIC STATE OF NEW JERSEY "SSION EXPIRES 08-12-2001 United States of America

State of New Tersey) ss.: 156-58-7491

County of Somerset)

On this day of June ,1998, before me personally came Shelley B. Goldman, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

PATENT REEL: 9315 FRAME: 0350

MARY T. SLOTTERBACK NOTARY PUBLIC STATE OF NEW JERSEY COMMISSION EXPIRES 08-12-2001

M.J. Foladare 72-83-91-7-14

State of New Tersey) ss.: 156-58-7491
County of Somerset)

On this day of Jore 1918, before me personally came David Phillip Silverman, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

MARY T. SLOTTERBACK STATE OF NEW JERSEY COMMISSION EXPINES 08-12-2001

M.J. Foladare 72-83-91-7-14

United States of America

State of New Years (1987) Ss.: 150, 158, 7911

County of Someonet)

On this day of 1973, before me personally came Shaoqing Q. Wang, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

MARY T. SLOTTERBACK

NOTARY PUBLIC STATE OF NEW JERSEY COMMISSION EXPIRES 08-12-2001

M.J. Foladare 72-83-91-7-14

	Robert S. Westrich
Date: 6/22/98	
United States of America)
State of New Tirry) ss.: 156: 58: 7491
County of Score reset)
personally came Robert S. Westi	rich, to me known to be the individual described in an ament, and acknowledged execution of the same.

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

RECORDED: 07/14/1998

PATENT REEL: 9315 FRAME: 0353

Notary Public

MARY T. SLOTTERBACK

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