

ASSIGNMENT AND AGREEMENT

For value received, each of the undersigned Nicholas G. Duffield, of Hoboken in the County of Hudson and State of New Jersey, Kadangode K. Ramakrishnan, of Berkeley Heights in the County of Union and State of New Jersey, and Amy Ruth Reibman, of Matawan in the County of Monmouth and State of New Jersey, hereby sells, assigns and transfers 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 Smoothing and Multiplexing Video Data Flows

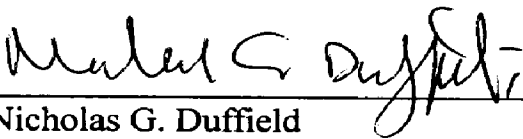
described in an application for Letters Patent for the United States of America for which an application for a United States Patent was filed on June 16, 1998, Application Number 09/097676, which is based on my prior provisional application Serial No. 60/049792 filed June 16, 1997 and provisional application Serial No. 60/056186 filed August 19, 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 the undersigned also concurrently hereby sell, assign and transfer to AT&T 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.

The undersigned authorize AT&T 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 the undersigned, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

The undersigned 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 to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.

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

The undersigned agree that, when requested, the undersigned shall, without charge to AT&T 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.



Nicholas G. Duffield

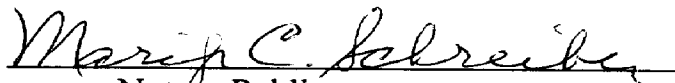
Date: 8/27/98

United States of America)

State of New Jersey) ss.:


County of MORRIS)

On this 27th day of August, 1998, before me personally came Nicholas G. Duffield, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.



Notary Public

MARILYN C. SCHREIBER
Notary Public of New Jersey
My Commission Expires March 8, 2001


Kadangode K. Ramakrishnan


Date: August 27, '98

United States of America)

State of New Jersey) ss.:

County of Morris)

On this 27th day of August, 1998, before me personally came Kadangode K. Ramakrishnan, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.


Notary Public

MARILYN C. SCHREIBER
Notary Public of New Jersey
My Commission Expires March 8, 2001