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100858128

To the Honorable Commissioner of Patents

Return the attached original documents or copy thereof.

1. Name of conveying party(ies):

Anthony S. Kewitsch Xiaolin Tang
George A. Rakuljic Doruk Engin
Phil A. Willems Seth J. Greenberg

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

Name and address of receiving party(ies)

Name: Arroyo Optics, Inc.

Internal Address: _____

Street Address: 1646 17th Street

City: Santa Monica State: CA ZIP: 90404

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: 10/1/98 and 10/5/98

4. Application number(s) or patent number(s): 09/128,476

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)

10/20/1998 PALLEN 00000009 101213 09128476
45 FC:SM 40.00 CH

Additional numbers attached? Yes No

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

Name: George M. Cooper

Internal Address: _____

P.O. Box 2266, Eads Station

Street Address: _____

City: Arlington State: VA ZIP: 22202

6. Total number of applications and patents involved:

7. Total fee (37 CFR 3.41).....\$ 40.00

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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.

George M. Cooper
Name of Person Signing

[Signature]
Signature

Oct. 15, 1998
Date

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

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Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

PATENT
REEL: 9521 FRAME: 0408

MRD 10-15-98

ASSIGNMENT

In consideration of One Dollar (\$1.00), and other good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned,

**Anthony S. Kewitsch, 2146 Elderway Drive
Hacienda Heights, CA 91745**

**George A. Rakuljic, 402 19th Street
Santa Monica, CA 90402**

**Doruk Engin, 1007 Euclid #6
Santa Monica, CA 90402**

**Seth J. Greenberg, 10726 Woodbine Street, #2
Los Angeles, CA 90034**

**Phil A. Willems, 56 N. Michigan, #1
Pasadena, CA 91106**

**Xiaolin Tong, 241 S. Wilson Ave., Apt. 101
Pasadena, CA 91106**

Hereby sell, assign and transfer to

Arroyo Optics, Inc.

a corporation of **California**
having a place of business at

**1646 17th Street
Santa Monica, California 90404**

its successors, assigns and legal representatives, the entire right, title and interest for the United States and all foreign countries, in and to any and all improvements which are disclosed in Application No. 09/128,476, filed August 4, 1998 for United States Letters Patent, which is entitled

METHODS OF FABRICATING GRATING ASSISTED COUPLER DEVICES

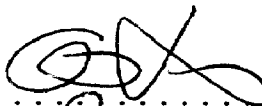
and in and to said application and all divisional, continuing,

substitute, renewal, reissue, and all other applications for Letters which have been or shall be filed in the United States and all foreign countries on any of said improvements; and in and to all original and reissued patents which have been or shall be issued in the United States and all foreign countries on said improvements;

Agree that said Assignee may apply for and receive Letters Patent for said improvements in its own name; and that, when requested, without charge to but at the expense of said Assignee, its successors, assigns and legal representatives, to carry out in good faith the intent and purpose of this assignment, the undersigned will execute all divisional, continuing, substitute, renewal, reissue, and all other patent applications on any and all said improvements; execute all rightful oaths, assignments, powers of attorney and other papers; communicate to said Assignee, its successors, assigns, and representatives, all facts known to the undersigned relating to said improvements and the history thereof; and generally do everything possible which said Assignee, its successors, assigns or representatives shall consider desirable for aiding in securing and maintaining proper patent protection for said improvements and for vesting title to said improvements and all applications for patents and all patents on said improvements, in said Assignee, its successors, assigns and legal representatives; and

Covenant with said Assignee, its successors, assigns and legal representatives that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

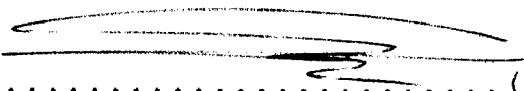
Date.....10/1/98.....


.....(L.S.)
Anthony S. Kewitsch

Date.....10/1/98.....


.....(L.S.)
George A. Rakuljic

Date.....10/1/98.....


.....(L.S.)
Doruk Engin

Date..... 10/1/98

Seth Greenberg (L.S.)
Seth J. Greenberg

Date..... 10/5/98

Phil Willems (L.S.)
Phil A. Willems

Date..... 10/1/98

Xiaolin Tong (L.S.)
Xiaolin Tong