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Conveying Party(ies)

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Name (line 1) Siska, Charles P.

Execution Date
Month Day Year
11/06/1998

Name (line 2)

Second Party

Name (line 1)

Execution Date
Month Day Year

Name (line 2)

Receiving Party

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Name (line 1) Rockwell Semiconductor Systems, Inc.

Name (line 2) 4311 Jamboree Road

Address (line 1)

Address (line 2)

Address (line 3) Newport Beach

California

92660

City

State/Country

Zip Code

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Correspondent Name and Address

Area Code and Telephone Number

(602) 382-6270

Name Mark M. Takahashi

Address (line 1) SNELL & WILMER

Address (line 2) One Arizona Center

Address (line 3) 400 East Van Buren

Address (line 4) Phoenix, AZ 85004-0001

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Patent Application Number(s)

Patent Number(s)

09/164,256

If this document is being filed together with a new Patent Application, enter the date the patent application
was:

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Mark M. Takahashi Reg No. 38,631

Name of Person Signing



Signature

12/16/98

Date

20944.6000

ASSIGNMENT

UTILITY PATENT

WHEREAS, the undersigned inventor(s) (hereinafter singly and collectively, "ASSIGNOR") of the address(es) indicated below, has/have invented subject matter disclosed in the United States patent application entitled: DYNAMIC MICROCODE FOR EMBEDDED PROCESSORS, which was filed on September 30, 1998 as Serial Number 09/164.256;

AND WHEREAS, ROCKWELL SEMICONDUCTOR SYSTEMS, INC. (hereinafter "ASSIGNEE"), a corporation organized and existing under and by virtue of the laws of the State of Delaware, having its principal place of business and mailing address at 4311 Jamboree Road, Newport Beach, California 92660 is desirous of acquiring an interest therein:

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR by these presents does sell, assign and transfer unto ASSIGNEE, its successors, assigns and legal representatives, the full and exclusive right to the invention as described in the aforesaid application, in the United States and all foreign countries, together with the right of priority under the International Convention for the Protection of Industrial Property, Inter-American Convention Relating to Patents, Designs and Industrial Models, and any other international agreements to which the United States adheres, and hereby authorizes and requests the Commissioner of Patents to issue said Letters Patent to ASSIGNEE, for the sole use and benefit of ASSIGNEE, its successors, assigns and legal representatives.

AND HEREBY AGREES to ~~transfer a like interest upon request of~~ ASSIGNEE, its successors, assigns and legal representatives, and without further remuneration, in and to any improvements and applications for patents based thereon, growing out of or relating to the invention: and to provide all reasonable assistance and execute any papers deemed essential by ASSIGNEE, its successors, assigns and legal representatives, to ASSIGNEE's full protection and title in and to the invention hereby transferred.

AGREEING, FURTHERMORE, upon request of ASSIGNEE, and without further remuneration, to execute any and all papers desired by ASSIGNEE for the filing and granting of foreign applications and the perfecting of title thereto in ASSIGNEE.

EXECUTED as of the date(s) written below by ASSIGNOR:

First inventor: Charles P. Siska

Signature: [Signature] Date: 11/10/98

Residence address: 956 Azalea Drive, Costa Mesa, California 92626

STATE OF CALIF)
) ss.
COUNTY OF Orange)

On this 6th day of November, 1998, before me, a notary public in and for said county, appeared Charles P. Siska who is known to me to be the same person whose name is subscribed to the foregoing instrument, and he acknowledges that he signed, sealed and delivered the said instrument as a free and voluntary act for the uses and purposes therein set forth.

(Seal)

V. E. Frietze
Notary Public

My commission expires:

January 19, 1999

