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uments or copy thereof.

1. Name of conveying party:

(a) US³, Inc.

Additional name(s) of conveying party(ies) attached?

Yes No

2. Name and address of receiving party(ies):

Name: Amazing Smart Card Technologies, Inc.

Internal Address: _____

Street Address: 1615 Wyatt Drive

City Santa Clara State CA ZIP 95054

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

3. Nature of Conveyance:

Assignment Merger

Security Agreement Change of Name

Other _____

Execution Date: June 28, 1999

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) -

Title: _____

B. Patent No.(s)

5,519,201 5,682,294
5,581,445 5,682,295
5,682,296 5,673,179
5,682,293

Additional numbers attached? Yes No

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

Name: David W. Heid

Internal Address: SKJERVEN, MORRILL, MacPHERSON,

FRANKLIN & FRIEL LLP

Street Address: 25 METRO DRIVE, SUITE 700

City SAN JOSE State CA ZIP 95110

6. Total number of applications and patents involved: 7

7. Total fee (37 CFR 3.41): \$280.00

Authorized to be charged to Deposit Account 19-2386

Charge Deposit Account 19-2386 for any additional fees required for this conveyance and credit deposit account 19-2386 any amounts overpaid

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8. 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.

David W. Heid 25,875
Name of Person Signing

David W. Heid
Signature

7/02/99
Date

Total number of pages comprising cover sheet: 2

Matter No. 8885.001

ASSIGNMENT

For good and valuable consideration, receipt of which is hereby acknowledged, US³, Inc., a corporation organized under the laws of the state California, having a place of business at 1615 Wyatt Drive, Santa Clara, California 95054, United States of America, hereby sells, transfers and assigns to Amazing Smart Card Technologies, Inc., a corporation organized under the laws of the state of California, having a place of business at 1615 Wyatt Drive, Santa Clara, California 95054, United States of America, its successors and assigns, its entire right, title and interest, including all rights of enforcement prior to the date of this assignment, throughout the world in the inventions of:

- U.S. Patent No. 5,519,201;
- U.S. Patent No. 5,581,445;
- U.S. Patent No. 5,682,296;
- U.S. Patent No. 5,682,293;
- U.S. Patent No. 5,682,294;
- U.S. Patent No. 5,682,295; and
- U.S. Patent No. 5,678,179

and in all patents of every country for said inventions, including divisions, reissues, continuations and extensions thereof.

US³, Inc. further covenants that Amazing Smart Card Technologies, Inc. will, upon request by Amazing Smart Card Technologies, Inc., be provided promptly with all pertinent facts and documents relating to said inventions and said patents and legal equivalents as may be known and accessible to US³, Inc. and will testify as to the same in any interference, litigation or proceeding related thereto and will promptly execute and deliver to Amazing Smart Card Technologies, Inc. or its legal representatives any and all papers, instruments or affidavits required to maintain and enforce said patents and said equivalents thereof which may be necessary or desirable to carry out the purposes thereof.

Executed this 28th day of JUNE, 1999

By: *Daryl K. Stearns*
 Name: DARYL STEARNS
 Title: DIRECTOR OF FINANCE & ADMIN.
 For: US³, Inc.

State of California)
) ss.
 County of Santa Clara)

On June 25, 1999 before me, Patricia J. Binns

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- 1 -



Patricia J. Binns
 6/25/99

RECORDED: 07/06/1999

PATENT
REEL: 010061 FRAME: 0656