



To the Honorable Commissioner of Patents 101099020

attached original documents or copy thereof

1. Name of conveying party(ies):
Bruce MacDonald
Philip Perkins
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: LTX Corporation
Internal Address:

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
Execution Date: July 15, 1999

Street Address: 5 Rosemount Avenue
City: Westwood State MA ZIP 02090
Additional name(s) & address attached? Yes No

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: July 15, 1999
A. Patent Application No.(s)

B. Patent No.(s)
09354411
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Ronald R. Demsher, Esq.
Internal Address: Lappin & Kusmer LLP
Street Address: 200 State Street
City: Boston State MA ZIP 02109

6. Total number of applications and registrations involved 1
7. Total fee (37 CFR 3.41)..... \$40.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit Account Number:
(Attach duplicate copy of this page if paying by deposit account)

07/23/1999 DNG/EN 00000062 09354411
01 FC:581 40.00 OP

DO NOT USE THIS SPACE

9. 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.

Ronald R. Demsher, Reg. No. 42,478

Ronald R. Demsher
Signature

July 15, 1999

Name of Person Signing

Date

Total number of pages including cover sheet, attachments, and document 3

ASSIGNMENT

I, Bruce MacDonald, 54 Stonegate Lane, Hanover, Massachusetts 02339, and I, Philip Perkins, of 470 South Street, Needham, Massachusetts 02492, having invented improvements in **TEST SYSTEM INCLUDING A TEST HEAD WITH INTEGRAL DEVICE FOR GENERATING AND MEASURING OUTPUTS HAVING VARIABLE CURRENT AND/OR VOLTAGE CHARACTERISTICS**, described in an application for Letters Patent of the United States, filed on even date herewith in the United States Patent and Trademark Office, and in all Letters Patent of the United States and all foreign countries which may or shall be granted on said invention, for good and valuable consideration, receipt of which is hereby acknowledged from LTX Corporation, a Massachusetts corporation having its principal place of business in 5 Rosemount Avenue, Westwood, MA 02090-2306 (and hereinafter called the Assignee which term shall include its successors and assigns), do hereby sell, assign and transfer unto the Assignee, my entire right, title, and interest, in and throughout the United States of America (including its territories and dependencies) and all countries foreign thereto, in and to and under said application (which term shall include hereinafter where the context so admits all divisional, continuing, reissue and other patent applications based thereon) and the inventions (which term shall include each and every such invention, or part thereof) therein described, and any and all patents and like rights of exclusion (including extensions thereof) of any country which may be granted on or for said inventions or on said application;

And for the same consideration I do also hereby sell, assign, and transfer unto the Assignee, all my rights under the International Convention for the Protection of Industrial Property, the Patent Cooperation Treaty, and all other treaties of like purpose in respect of said inventions and said application, and I do hereby authorize the Assignee to apply in my name or its own name or its designee for patents and like rights of exclusion on or for said inventions in all countries, claiming (if the Assignee so desires) the priority of the filing date of said application under the provisions of said Convention, Treaty or any such other Convention or Treaty;

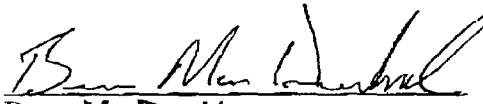
And for the same consideration, I do hereby agree for myself and for my heirs, executors, and administrators, promptly upon request of the Assignee to execute and deliver without further compensation any power of attorney, assignment, original, divisional, continuing, reissue or other application or applications for patent or patents or like rights of exclusion of any country, or other lawful documents and any further assurances that may be deemed necessary or desirable by the Assignee, fully to secure to it said right, title, and interest as aforesaid in and to said inventions, applications, and said several patents and like rights of exclusion (including extensions thereof) or any of them, all, however, at the expense of the Assignee, its successors, or assigns;

And I do hereby authorize and request the Commissioner of Patents and Trademarks of the United States of America and the corresponding Official of each country foreign thereto to issue to the Assignee, any and all patents and like rights of exclusion which may be granted in any country upon said United States application on or for said inventions;

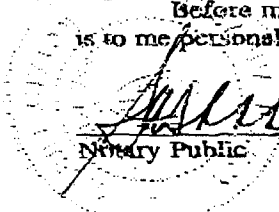
And I do hereby covenant for myself and my legal representatives and agree with the Assignee, that I have granted no right or license to make, use, or sell said inventions to anyone except the Assignee, that prior to the execution of this deed my right, title, and interest in and to said inventions has not been otherwise encumbered by me, and that I have not executed and will not execute any instruments in conflict herewith.


IN WITNESS WHEREOF, I hereunto set my hand and seal this 15th day of July, 1999.

Commonwealth of Massachusetts)
County of Norfolk)


Bruce MacDonald

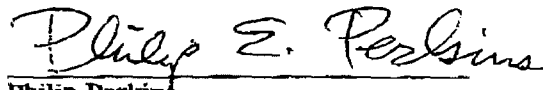
Before me this 15th day of July, 1999 personally appeared Bruce MacDonald who is to me personally known, and acknowledged the foregoing instrument to be his free act and deed.



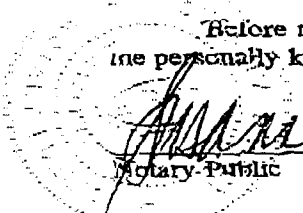

Notary Public
Susanna D'Arcy
NOTARY PUBLIC
My Commission expires Nov. 30, 2001

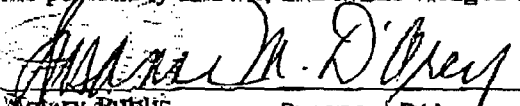
IN WITNESS WHEREOF, I hereunto set my hand and seal this 15th day of July, 1999.

Commonwealth of Massachusetts)
County of Norfolk)


Philip Perkins

Before me this 15th day of July, 1999 personally appeared Philip Perkins who is to me personally known, and acknowledged the foregoing instrument to be his free act and deed.




Notary Public
Susanna D'Arcy
NOTARY PUBLIC
My Commission expires Nov. 30, 2001

DOCKET NO. LTXL-118

LAPPIN & KUSMER LLP
Two Hundred State Street
Boston, Massachusetts 02109
(617) 330-1300
(617)330-1311 facsimile

G:\LTX\118\ASSIGN.DOC