

08-18-1999



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TO THE ASSISTANT COMMISSIONER FOR PATENTS: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): (If multiple assignors, list numerically)

1. Craig W. Hodgson
2. Donald A. Frederick

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

() Yes (X) No

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

Name: Litton Systems, Inc. *OPN/FINANCE*
Internal Address: Same as street address
Street Address: 21240 Burbank Boulevard
City: Woodland Hills State: California ZIP: 91367-6675

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

() Yes (X) No

3. Nature of conveyance:

- (X) Assignment
() Merger
() Security Agreement
() Change of Name
() Other:

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above)

1. August 10, 1999
2. August 10, 1999

4. Application number(s) or Patent number(s):

() Application(s) filed herewith Execution Date(s):

(X) Patent Application No.: 09/311,030
Filing Date: May 13, 1999

() Patent No.:
Issue Date:

Additional numbers attached? () Yes (X) No

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

Name: Jerry T. Sewell
KNOBBE, MARTENS, OLSON & BEAR, LLP
Customer No. 20,995
Internal Address: Sixteenth Floor
Street Address: 620 Newport Center Drive
City: Newport Beach State: CA ZIP: 92660
Attorney's Docket No.: LITTONP.008A

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

(X) Enclosed

(X) Authorized to be charged to deposit account if any additional fees are required, or to credit any overpayment

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of applications and patents involved: 1

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.

Jerry T. Sewell
Name of Person Signing

Signature

Date

31,567
Registration No.

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

Mail documents to be recorded with required cover sheet information to:

Assistant Commissioner for Patents
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Washington, D.C. 20231

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FC:501 JTS-2575.DOC:cs
19990811

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ASSIGNMENT

WHEREAS, We, Craig W. Hodgson, a United States citizen, residing at 2807 Irongate Place, Thousand Oaks, California 91362, and Donald A. Frederick, a United States citizen, residing at 3490 High Point Place, Simi Valley, California 93065, have invented certain new and useful improvements in a LONG-DISTANCE, ALL-OPTICAL TELEMETRY FOR FIBER OPTIC SENSOR USING REMOTE OPTICALLY PUMPED EDFAs for which we filed United States Patent Application No. 09/311,030 on May 13, 1999;

AND WHEREAS, LITTON SYSTEMS, INC. (hereinafter "ASSIGNEE"), a Delaware Corporation, with its principal place of business at 21240 Burbank Boulevard, Woodland Hills, California 91367-6675, desires to acquire the entire right, title, and interest in and to the said improvements and the said Application:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to me in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said inventors, do hereby acknowledge that we have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, the entire right, title, and interest throughout the world in, to and under the said improvements, and the said application and all divisions, renewals and continuations thereof, and all Letters Patent of the United States which may be granted thereon and all reissues and extensions thereof, and all rights of priority under International Conventions and applications for Letters Patent which may hereafter be filed for said improvements in any country or countries foreign to the United States, and all Letters Patent which may be granted for said improvements in any country or countries foreign to the United States and all extensions, renewals and reissues thereof; and we hereby authorize and request the Commissioner of Patents of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents on applications as aforesaid, to issue all Letters Patent for said improvements to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we will communicate to the said ASSIGNEE, successors, legal representatives and assigns, any facts known to us respecting said improvements, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper patent protection for said improvements in all countries.

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 10 day of August, 1999.

Craig W. Hodgson
Craig W. Hodgson

STATE OF CALIFORNIA
COUNTY OF Los Angeles } ss.

On August 10, 1999, before me, Vicki Rubio, Notary, personally appeared Craig W. Hodgson, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]



Vicki Rubio
Notary Signature

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 10th day of AUGUST, 1999.

Donald A. Frederick
Donald A. Frederick

STATE OF CALIFORNIA }
COUNTY OF Los Angeles } ss.

On August 10, 1999, before me, Vicki Rubio, Notary,
personally appeared Donald A. Frederick personally known to me (or proved to me on the basis of satisfactory evidence) to
be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his
authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person
acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]



Vicki Rubio
Notary Signature