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PATENT(S)

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Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies):</p> <p style="text-align: center;">Andrew A. Kostrzewski Gajendra D. Savant Tomasz P. Jansson Joanna L. Jansson</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p style="text-align: center;">Physical Optics Corporation 20600 Gramercy Place Torrance, California 90501-1821</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>Execution Date: <u>September 22, 1999</u></p>	
<p>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: _____</p> <p>A. Patent Application No.(s) <u>09/377,257</u> B. Patent No.(s) _____</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p style="text-align: center;">Nilles & Nilles, S.C. Firstar Center 777 East Wisconsin Avenue, Suite 2000 Milwaukee, Wisconsin 53202-5345</p>	<p>6. Total number of applications and patents involved: 1</p> <p>7. Total fee (37 CFR 3.41): \$ <u>40.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>14-1080</u> (Attach duplicate copy of this page if paying by deposit account)</p>
<p>DO NOT USE THIS SPACE</p>	
<p>9. Statement and signature. <i>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.</i></p> <p style="text-align: center;"> <u>David D. Stein</u> <u><i>David D. Stein</i></u> <u>October 12, 1999</u> Name of Person Signing Signature Date </p> <p style="text-align: right;">Total number of pages including cover sheet, attachments, and document: 3</p>	

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PATENT
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ASSIGNMENT

WHEREAS, we, **Andrew A. Kostrzewski, Gajendra D. Savant, Tomasz P. Jansson and Joanna L. Jansson** made a certain new and useful invention for which we are about to make application for Letters Patent of the United States, which application may be identified in the United States Patent Office as Serial No. 09/377,257, filed August 19, 1999, and entitled:

AUTHENTICATION SYSTEM AND METHOD

(Executed: _____)

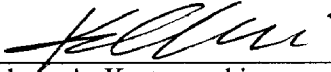
WHEREAS, **Physical Optics Corporation**, a corporation organized and existing under and by virtue of the laws of the State of California and having its principal place of business in **Torrance, California, U.S.A.**, is desirous of acquiring the entire interest in and to said invention, said application and the Letters Patent to be obtained therefor;

NOW, THEREFORE, for and in consideration of One Dollar and other good and valuable consideration to us in hand paid, the receipt and sufficiency whereof are hereby acknowledged, we have sold, assigned, and set over and by these presents do hereby sell, assign, and set over unto the said **Physical Optics Corporation**, and said assignee's legal representative, successors and assigns, the entire right, title and interest in and to any and all applications including the aforesaid application, for Letters Patent heretofore and hereafter filed in the United States or any other country and which may be based in whole or in part on said inventions and discoveries, and in and to any and all Letters Patent heretofore or hereafter granted by the United States or any other country and which may be based in whole or in part on said inventions and discoveries, said assignment including the right to file and prosecute any and all such applications and also including the right to sue and recover for any and all such applications and also including the right to sue and recover for any and all infringements of said patents; and request the Commissioner of Patents to issue said Letters Patent to the above-mentioned assignee agreeably with the terms of this assignment.

WE HEREBY AUTHORIZE the law firm of Nilles & Nilles, S.C. the power to insert in this instrument any further identification which may be necessary or desirable in order to comply with the rules of the United States Patent Office for recordation of this document.

UPON SAID CONSIDERATION, we do hereby covenant for ourselves and our heirs, legal representatives and assigns that neither we nor any of our said heirs, legal representatives or assigns have or will execute any instrument or perform any act in conflict herewith and that we or our said heirs, legal representatives and assigns will at all times do such acts and execute such papers, without expense to ourselves, as may be necessary or desirable in order to fully protect said inventions and discoveries for the benefit of said assignee, its successors or assigns, and to otherwise carry into full force and effect the text and interest of this assignment.

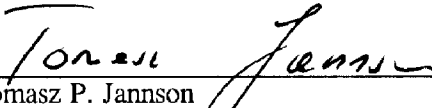
IN WITNESS WHEREOF, we have hereunto set our hands and affixed our seals this 22 day of September 1999.



Andrew A. Kostrzewski (SEAL)



Gajendra D. Savant (SEAL)



Tomasz P. Jansson (SEAL)



Joanna L. Jansson (SEAL)

PATENT

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Inventors: **Andrew A. Kostrzewski, Gajendra D. Savant, Tomasz P. Jansson and Joanna L. Jansson**

Title: **AUTHENTICATION SYSTEM AND METHOD**

State of California)
) ss.
County of Los Angeles)

On this 22 day of September, 1999 before me, a notary public in and for said county, appeared **Andrew A. Kostrzewski, Gajendra D. Savant, Tomasz P. Jansson and Joanna L. Jansson** who are personally known to me to be the same persons whose names are subscribed to the foregoing instrument, and they acknowledged that they signed, sealed and delivered the said instrument as their free and voluntary act for the uses and purposes therein set forth.

Sharon A. Peet (SEAL)
Notary Public
My Commission Expires: Nov. 3, 2001

NILLES & NILLES, S.C.



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