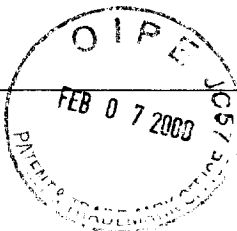


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Name (line 1)

Paul D. Marko

Execution Date

Month Day Year

12/14/99

Name (line 2)

Second Party

Name (line 1)

Anh Xuan Nguyen

Execution Date

Month Day Year

01/27/00

Name (line 2)

Receiving Party



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Name (line 1)

XM Satellite Radio Inc.

Name (line 2)

A Corporation of Delaware

Address (line 1)

1250 23rd Street NW

Address (line 2)

Suite 57

Address (line 3)

Washington

DC

20037

City

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Address (line 2)

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Washington, DC 20037

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William J. Benman, Jr.

Name of Person Signing

W.J. Benman
Signature

2/01/00
Date

ASSIGNMENT

WHEREAS, we Paul Marko and Anh Xuan Nguyen have invented:

**SATELLITE DIGITAL AUDIO RADIO SERVICE RECEIVER
ARCHITECTURE FOR RECEPTION OF SATELLITE AND
TERRESTRIAL SIGNALS**

as described and claimed in the application executed by us of even date herewith, preparatory to obtaining a Letters Patent of the United States therefor; and

WHEREAS, **XM SATELLITE RADIO INC.**, a corporation organized and existing under and by virtue of the laws of the State of Delaware, and having its principal place of business at 1250 23rd Street NW, Suite 57, Washington, DC 20037 is desirous of acquiring the entire right, title, and interest in and to the said invention, application, and any Letters Patent which may be granted therefor or thereupon, together with any and all divisions, continuations, reissues and extensions thereof:

NOW, THEREFORE, to all whom it may concern, be it known that for and in consideration of One Dollar (\$1.00) to us in hand paid, and other good and valuable considerations, the receipt of which is hereby acknowledged, we, Paul Marko and Anh Xuan Nguyen have sold, assigned, transferred, and set over, and by these presents do sell, assign, transfer, and set over, unto **XM Satellite Radio Inc.**, its successors and assigns, the entire right, title, and interest in and to the invention, application executed of even date herewith, and any Letters Patent which may be granted therefor or thereon, together with any and all divisions, continuations, reissues and extensions thereof, and all our foreign rights to the said invention, and all our rights under the International Convention in respect to the said invention and application, and authorize the said **XM Satellite Radio Inc.**, to apply for Letters Patent or equivalents in foreign countries, claiming the filing date of the U. S. application under the provisions of the International Convention. We hereby agree to communicate **XM Satellite Radio Inc.** or its representatives any facts known to us respecting the invention, to testify in any legal proceeding relating thereto, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths and in addition to execute any and all documents that may be required in order that **XM Satellite Radio Inc.**, may make application for Letters Patent or equivalents on the invention in foreign countries in its own name.

We hereby authorize and request the Commissioner of Patents and Trademarks to issue any Letters Patent which may be granted for or on the invention and assigns, in accordance with this assignment.

Name of First Inventor: Paul Marko

Signature of Inventor: _____

Date: _____

Name of Second Inventor: Anh Xuan Nguyen

Signature of Inventor: _____

Date: _____

FLORIDA

STATE OF ~~DELAWARE~~)

) ss.:

COUNTY OF ~~BROWARD~~)

On this 27th day of January, 1999, before me
personally appeared Paul Marko, Anh Xuan Nguyen

and N/A, to me known to

be the persons whose names are subscribed to the foregoing
instrument, and acknowledged to me that he executed the same.

Gail E. Lewin
Notary Public

SEAL

