

05-25-2000

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To the Honorable Commissioner of Patents and Trademarks, please attach the attached original documents or copy thereof.

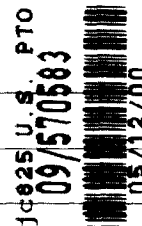
1. Name of conveying party(ies):

O'BRIEN, Brett  
WHITELEY, Sean  
McGREGOR, Lucas  
HALD, Martin

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

Name: XDrive, Inc.

Internal Address:



Street Address: 3002 Pennsylvania Avenue

City: Santa Monica State: CA ZIP: 90404

Additional names(s) of conveying party(ies)  Yes  No

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

3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other N/A

Execution Date: May 11, 2000

4. Application number(s) or registration numbers(s):

If this document is being filed together with a new application, the execution date of the application is: May 11, 2000

A. Patent Application No.(s)

60/163,626 filed 4 Nov. 1999 AJ

B. Patent No.(s)

09-570583

Additional numbers attached?  Yes  No

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

Name: Daniel M. CISLO, Esq.

Internal Address: CISLO & THOMAS, LLP

05/25/2000 JSHADAZZ 00000023 09570583

01 FC:581 40.00 DP

Street Address: 233 Wilshire Boulevard, Suite 900

City: Santa Monica State: CA ZIP: 90401

6. Total number of applications and patents involved: X2

7. Total fee (37 CFR 3.41):.....\$ 40.00 + 40.00 = 80.00 AJ

- Enclosed - Any excess or insufficiency should be credited or debited to deposit account
- Authorized to be charged to deposit account

8. Deposit account number:

03-2030

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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.

For Daniel M. CISLO, Esq.

Andrew S. Jordan RN33,917

May 12, 2000

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: 4

# **P A T E N T     A S S I G N M E N T**

This assignment made on May   //  , 2000, by BRETT O'BRIEN of Pacific Palisades, California; SEAN WHITELEY of Millbrae, California; LUCAS MCGREGOR of Santa Monica, California; and MARTIN HALD of Irvine, California; (Assignors), to XDRIVE, INC., (Assignee), having a place of business at 3002 Pennsylvania Avenue, Santa Monica, California;

WHEREAS, Assignors have invented a new, original and useful invention entitled **SHARED INTERNET STORAGE RESOURCE, USER INTERFACE SYSTEM, AND METHOD** (Invention), for which a United States Provisional Patent Application was filed on November 4, 1999, identified as Serial No. 60/163,626, and further identified by attorneys', Cislo & Thomas LLP's, docket number D-7844; and for which a United States Utility Patent Application will be filed, further identified by attorneys', Cislo & Thomas LLP's, docket number D-8226 (the Patent Applications);

WHEREAS, Assignors believe themselves to be the original, first, and joint inventors of the Invention(s) disclosed and claimed in said Patent Applications; and

WHEREAS, Assignee desires to acquire by formal, recordable assignment the entire right, title, and interest in and to said Invention(s), and said Patent Applications in the United States and throughout the world.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignors hereby sell, assign, and transfer to Assignee, the entire right, title, and interest in and to said Invention(s), and said Patent Applications for said Invention(s) in the United States and throughout the

world, including the right to file foreign applications directly in the name of Assignee and to claim for any such foreign applications any priority rights to which such applications are entitled under international conventions, treaties, or otherwise.

Further Assignors agree that, upon request and without further compensation, but at no expense to Assignors, they and their legal representatives and assigns will do all lawful acts, including the execution of papers and the giving of testimony, that may be necessary or desirable for obtaining, sustaining, reissuing, or enforcing said Patent Applications in the United States and throughout the world for said Invention(s), and for perfecting, recording, or maintaining the title of Assignee, its successors and assigns, to said Invention(s), and said Patent Applications for said Invention(s) in the United States and throughout the world.

Assignors represent and warrant that they have not granted and will not grant to others any rights inconsistent with the rights granted herein.

Assignors authorize and request the Commissioner of Patents and Trademarks of the United States and of all foreign countries to issue any Patent granted for said Invention(s), whether on said Patent Applications, or on any subsequently filed provisional, non-provisional, divisional, continuation, continuation-in-part, reissue, or other application, to Assignee, its successors and assigns, as the assignee of the entire interest in said Invention(s).

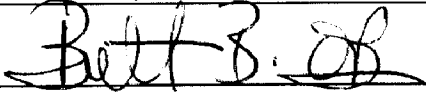
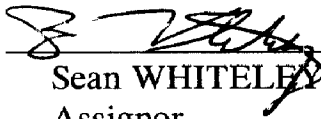
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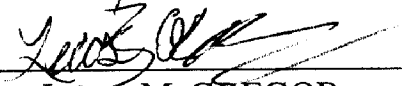
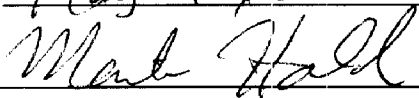
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IN WITNESS WHEREOF, Assignors have executed this Assignment on the

date first above written and as set forth below.

Signed at: 3002 Pennsylvania Ave, Santa Monica, CA Signed at: 3002 Pennsylvania Ave, Santa Monica, CA  
Date: May 11, 2000 Date: 5/11/00  
By:  By:   
Brett O'BRIEN Sean WHITELEY  
Assignor Assignor

Signed at: 3002 Pennsylvania Ave, Santa Monica, CA Signed at: 3002 Pennsylvania Ave, Santa Monica, CA  
Date: May 11, 2000 Date: May 11, 2000  
By:  By:   
Lucas MCGREGOR Martin HALD  
Assignor Assignor

C:\MS Word Files\8226 O'Brien Xdrive util app.assignment.doc