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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

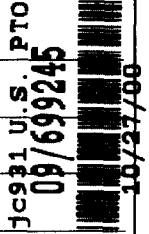
1. Name of conveying party(ies):

Masaaki SODA

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

Name: NEC Corporation

Address: 7-1, Shiba 5-chome



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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

City: Minato-ku State/Prov.: Tokyo

Country: JAPAN ZIP:

Execution Date: October 19, 2000

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

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: October 19, 2000

Patent Application No. Filing date

B. Patent No.(s)

Additional numbers Yes No

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

Name: Norman P. Soloway

Registration No. 24,315

Address: Hayes, Soloway, Hennessey, Grossman & Hage PC

175 Canal Street

City: Manchester State/Prov.: NH

Country: USA ZIP: 03101

6. Total number of applications and patents involved: 1

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

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

Authorized to be charged to deposit account

8. Deposit account number:

08-1391

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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.

Norman P. Soloway

October 27, 2000

Name of Person Signing

Signature

3

Date

Total number of pages including cover sheet, attachments, and

ASSIGNMENT

FOREIGN - IN THE UNITED STATES OF AMERICA

I/~~WE~~, MASAAKI SODA

of Tokyo, Japan

having invented certain inventions and improvements in CLOCK SIGNAL PRODUCING
CIRCUIT IMMEDIATELY PRODUCING CLOCK SIGNAL SYNCHRONIZED WITH INPUT SIGNAL

and having executed an application for Letters Patent of the United States of America describing the same and based thereon on

October 19, 20 00, for good and valuable consideration, the receipt of which is hereby acknowledged, from NEC Corporation,

a Japanese corporation having its principal place of business at


7-1, Shiba 5-chome, Minato-ku, Tokyo, Japan (hereinafter called the Assignee), do hereby sell, assign and transfer unto the Assignee, its successors, and assigns our entire rights, title, and interest, in and to said invention in the United States of America, including all rights, title and interest in the above-mentioned application and any divisional, continuing or reissue application or applications, and any patent which may be issued on the said invention in the United States of America.

And for the same consideration, I/~~WE~~ do hereby agree that I/~~WE~~ will upon request execute any instrument which the Assignee may desire to carry this Assignment into effect and perfect the title transferred hereby or prosecute the above-mentioned application.

And I/~~WE~~ do hereby authorize the Commissioner of Patents and Trademarks of the United States of America to issue Letters Patent on the said application to the Assignee.

And I/~~we~~ do hereby jointly and severally covenant for ourselves and for our legal representatives that I/~~we~~ 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 our rights, title, and interest in and to said inventions or any of them or any part thereof has not been otherwise encumbered by us, and that I/~~we~~ have not executed and will not execute any instrument in conflict herewith.

IN WITNESS WHEREOF, I/~~we~~ have hereunto set our hands and seals on the day and year hereinafter noted.

Sole or First
Inventor's signature Masaaki Soda  Date October 19, 2000
Full name (typed or printed) MASAAKI SODA

Witness: Tetsu Ueki
Date: October 19, 2000

Witness: [Signature]
Date: October 19, 2000

Second Inventor's
signature _____ Date _____
Full name (typed or printed) _____

Witness: _____
Date: _____

Witness: _____
Date: _____

Third Inventor's
signature _____ Date _____
Full name (typed or printed) _____

Witness: _____
Date: _____

Witness: _____
Date: _____