



11-30-2000



101532305

Documents or copy thereof.

1. Name of conveying party(ies):

MJD
11.9.00
Joseph C. KAWAN (Executed on May 22, 2000)
Harold TAYLOR (Executed on June 30, 2000)

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

CITICORP DEVELOPMENT CENTER, INC.
12731 W. Jefferson Boulevard
Los Angeles, CA 90066

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other: _____

Execution Date(s): May 22, 2000 and June 30, 2000

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

This document is being filed together with a new application:

(a) The execution date(s) of the application is/are: _____
(b) The title is: _____
*** OR ***

This document is being filed after filing of the application:

(a) Patent Application No(s). 09/527,769 filed March 17, 2000 or
(b) Patent No(s). _____, issued _____

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

KILPATRICK STOCKTON LLP Our Docket: CITI0154
Suite 800
700 13th Street, N.W.
Washington, D.C. 20005

6. Total number of applications and patents involved: 1

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

Enclosed
 Authorized to be charged to deposit account.

8. Deposit Account No.: 501458 (Any underpayment is authorized to be charged to this Deposit Account)
(Attach duplicate copy of this page if paying by deposit account)

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.

George T. Marcou, Reg. No. 33,014
Name of Person Signing

11/9/00
Date

Total number of pages including cover sheet, attachment and document: 5

DO NOT USE THIS SPACE

11/29/2000 AAHMED1 00000163 09527769
1 FC:581 40.00 DP

ASSIGNMENT

WHEREAS, Joseph C. KAWAN and Harold TAYLOR (hereinafter referred to as "ASSIGNOR") has/have invented certain new and useful improvements in an invention entitled METHOD AND SYSTEM FOR DEPLOYING SMART CARD APPLICATIONS OVER DATA NETWORKS,

- for which a provisional application for a United States Patent was filed with the United States Patent and Trademark Office on March 19, 1999, with Serial Number 60/125,154; and
- for which an application for a United States Patent is being submitted to the United States Patent and Trademark Office herewith; and

WHEREAS, CITICORP DEVELOPMENT CENTER, INC., a corporation doing business at 12731 W. Jefferson Boulevard, Los Angeles, California 90066 (hereinafter referred to as the "ASSIGNEE"), is desirous of acquiring the entire right, title and interest in and to said invention, and in and to said application and any Letters Patent that may issue thereon;

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00), and other good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby sells and transfers to said ASSIGNEE, and to ASSIGNEE'S successors and assigns, ASSIGNOR'S entire right, title and interest in and to said invention in the United States and its territorial possessions and in all foreign countries and to all Letters Patent or similar legal protection in the United States and its territorial possessions and in any and all foreign countries to be obtained for said invention by said application or any patent application claiming priority to the application, or any continuation, division, continuation-in-part, reexamination, renewal, substitute, extension or reissue thereof or any legal equivalent thereof in a foreign country for the full term of terms for which the same may be granted; and authorize and request the Commissioner of Patents of the United States and any official of any foreign country whose duty it is to issue patents or legal equivalents thereto, to issue same for this invention to ASSIGNEE, its lawful successors and assigns.

ASSIGNOR further covenants that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said application, said invention and said Letters Patent and legal equivalents in foreign countries as may be known and accessible to

ASSIGNOR and will testify as to the same in any interference or litigation related thereto and will promptly execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents thereof in any foreign country which may be necessary or desirable to carry out the purposes thereof. This document shall be governed pursuant to the laws of the District of Columbia, United States of America.

IN WITNESS WHEREOF, I/We have hereunto set hand and signed on the date indicated below:

SIGNATURE(S)

The signature(s) must correspond with the name(s) of the inventor(s) above.

INVENTOR(S)

DATE SIGNED

1)  X
Joseph C. KAWAN

5/22/00 X

2) _____
Harold TAYLOR

T0091-186279
WSHLIB01:72160.01

ASSIGNMENT

WHEREAS, Joseph C. KAWAN and Harold TAYLOR (hereinafter referred to as "ASSIGNOR") has/have invented certain new and useful improvements in an invention entitled METHOD AND SYSTEM FOR DEPLOYING SMART CARD APPLICATIONS OVER DATA NETWORKS,

- for which a provisional application for a United States Patent was filed with the United States Patent and Trademark Office on March 19, 1999, with Serial Number 60/125,154; and
- for which an application for a United States Patent is being submitted to the United States Patent and Trademark Office herewith; and

WHEREAS, CITICORP DEVELOPMENT CENTER, INC., a corporation doing business at 12731 W. Jefferson Boulevard, Los Angeles, California 90066 (hereinafter referred to as the "ASSIGNEE"), is desirous of acquiring the entire right, title and interest in and to said invention, and in and to said application and any Letters Patent that may issue thereon;

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00), and other good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby sells and transfers to said ASSIGNEE, and to ASSIGNEE'S successors and assigns, ASSIGNOR'S entire right, title and interest in and to said invention in the United States and its territorial possessions and in all foreign countries and to all Letters Patent or similar legal protection in the United States and its territorial possessions and in any and all foreign countries to be obtained for said invention by said application or any patent application claiming priority to the application, or any continuation, division, continuation-in-part, reexamination, renewal, substitute, extension or reissue thereof or any legal equivalent thereof in a foreign country for the full term of terms for which the same may be granted; and authorize and request the Commissioner of Patents of the United States and any official of any foreign country whose duty it is to issue patents or legal equivalents thereto, to issue same for this invention to ASSIGNEE, its lawful successors and assigns.

ASSIGNOR further covenants that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said application, said invention and said Letters Patent and legal equivalents in foreign countries as may be known and accessible to

ASSIGNOR and will testify as to the same in any interference or litigation related thereto and will promptly execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents thereof in any foreign country which may be necessary or desirable to carry out the purposes thereof. This document shall be governed pursuant to the laws of the District of Columbia, United States of America.

IN WITNESS WHEREOF, I/We have hereunto set hand and signed on the date indicated below:

SIGNATURE(S)

The signature(s) must correspond with the name(s) of the inventor(s) above.

INVENTOR(S)

DATE SIGNED

1) _____
Joseph C. KAWAN

2)  _____ *
Harold TAYLOR

30 June 2000 *

T0091-186279
WSHLIB01:72160.01