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Form PTO- 1595

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TO The Assistant COMMISSIONER For PATENTS :

Please record the attached original documents or copy thereof.

JC929 U.S. PTO
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1. Name of Conveying party(ies):

JAMES T. MURRAY
WILLIAM AUSTIN

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

Name: LITE CYCLES, INC.

Internal Address: _____

Street Address: 2301 N. Forbes Blvd.

City: TUCSON State: AZ ZIP: 85745

Additional name(s) Yes No

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other _____

EXECUTION DATE: X 12/19/00

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

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

If this document is being filed together with a new application, the execution Y 12/19/00

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: HOWARD R. POPPER & ASSOCIATES

Internal Address: _____

Street Address: 4436 E. Camelback Rd. - Ste # 35

City: PHOENIX State: AZ ZIP: 85018-2833

6. Total number of applications and patents involved:

1

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

Enclosed

Authorized to be charged to deposit account

8. Deposit Account Number:

(Attach duplicate copy of this page if paying by deposit account)

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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.

Howard R. Popper

Name of Person Signing

Signature

X 12/19/00

Date

Total number of pages including cover sheet 3

Austin - Murray 3 - 3

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PATENT
REEL: 011402 FRAME: 0277

ASSIGNMENT AND AGREEMENT

For value received, **WE**,

WILLIAM L. AUSTIN and **JAMES T. MURRAY**, both of **TUCSON, PIMA County** in the State of **Arizona**, hereby sell, assign and transfer to:

LITE CYCLES, INC., a corporation of **Arizona** having an office at **2301 N. Forbes Blvd., Tucson, AZ 85745, U.S.A.**, and its successors, assigns and legal representatives, hereinafter collectively, **LITE CYCLES**, the entire right, title and interest, for the United States of America, in and to certain inventions related to

IMPROVED HIGH SPEED OPTICAL RECEIVER

described in an application for Letters Patent of the United States, executed by **US** of even date herewith, and all rights and privileges in said application and under any all Letters Patent that may be granted in the United States for said inventions; and **WE** also concurrently hereby sell, assign and transfer to **LITE CYCLES** the entire right, title and interest in and to said inventions for all countries foreign to the United States, including all rights of priority arising from the application aforesaid, and all the rights and privileges under any and all forms of protection, including Letters Patent, that may be granted in said countries foreign to the United States for said inventions.

WE authorize **LITE CYCLES** to make application for such protection in its own name and maintain such protection in any and all countries foreign to the United States, and to invoke and claim for any application for patent or other form of protection for said inventions without further authorization from **US**, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

WE hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any document which may be required in any country in proof of the right of **LITE CYCLES** to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.

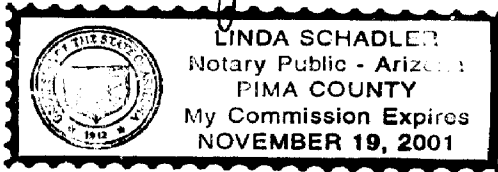
WE request that any and all patents issued for said inventions in the United States and in all countries foreign to the United States be issued to **LITE CYCLES**, or to such nominees as they may designate.

WE agree that, when requested WE shall, without charge to LITE CYCLES, but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient in connection with said applications, patents or other forms of protection.

William L. Austin
WILLIAM L. AUSTIN

James Murray
JAMES T. MURRAY

United States of America
State of Arizona
County of Pima



On this 19th day of December, 2000, before me personally came **WILLIAM AUSTIN and JAMES T. MURRAY** known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of same.

Linda Schadler
Notary Public