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Name (line 1)	Harvey S. Cohen			01 18 2001			
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Second Party				Execution Date Month Day Year			
Name (line 1)	Kenneth H. Rosen			01 18 2001			
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PATENT

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Enter for paym	Deposit Account Number:	idigod to the assessing,	# 19-0733		
	Authorization to charge add	itional fees:	Yes No No		
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. Charges to deposit account are authorized, as indicated herein.					
Thomas H. Jackson, Reg. No. 29,808 Wow /d. Jackson February 23, 2001					
Name of Person Signing Signature / Date					

ASSIGNMENT AND AGREEMENT

For value received, we, Harvey S. Cohen of Middletown in the County of Monmouth and State of New Jersey and Kenneth H. Rosen of Middletown in the County of Monmouth and State of New Jersey, hereby sell, assign, convey, and transfer to AT&T Corp., a corporation of the State of New York, having an office at 32 Avenue of the Americas, New York, New York 10013-2412, U.S.A., and its successors, assigns and legal representatives, the entire right, title and interest, for the United States of America, in and to certain inventions related to "Method and System For Providing Automated Audible Backchannel Responses" described in an application for Letters Patent of the United States, and all the rights and privileges in said application and under any and all Letters Patent that may be granted in the United States for said inventions; and we also concurrently hereby sell, assign, convey, and transfer to AT&T Corp. 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 aforesaid application, 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 hereby authorize AT&T Corp. to make applications 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 AT&T Corp. to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.

We hereby request that any and all patents for said inventions be issued to AT&T Corp. in the United States and in all countries foreign to the United States, or to such nominees as AT&T Corp. may designated.

We hereby agree that, when requested, we shall, without charge to AT&T Corp. but at its expense, sign all papers, and do all acts which may be necessary, desirable or convenient in connection with said applications, patents, or other forms of protection.

PATENT REEL: 011589 FRAME: 0545

Date: ///8/200/

United States of America

State of New Jersey
County of Normouth) ss:

On this 18th day of January ,2001, before me personally came Harvey S. Cohen, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

Notary Public

ANN E. TAYLOR NOTARY PUBLIC OF NEW JERSEY, USA REGISTERED IN OCEAN COUNTY MY COMMISSION EXPIRES AUGUST 7, 2002

PATENT REEL: 011589 FRAME: 0546

		1 mith L
Date: January 18, 20	D /	Kenneth H. Rosen
United States of America)	
State of new Jersey) ss:	
State of New Jersey County of Newmoreth)	
On this / 8th day of	annary Idividual describ The same.	,2001, before me personally came bed in and who executed the foregoing

Notary Public

ANN E. TAYLOR
NOTARY PUBLIC OF NEW JERSEY, USA
PT METERALD IN OCEAN COUNTY
MY COMMISSION E. HIRES AUGUST 7, 2002

RECORDED: 02/23/2001