

06-14-2001

PATENT RECORDATION COVER SHEET



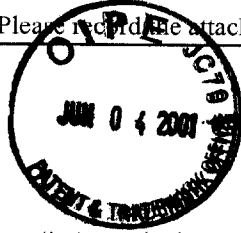
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 Attorney Docket No.
V44.12-0141

To the Commissioner for Patents: Please record the attached original document or copy thereof.

1. Name of conveying parties:

- (1) John D. Leighton
(2) Carl Elliott
(3) Jonathan P. Comeau



Additional name(s) of conveying party(ies) attached? [] Yes [X] No

3. Nature of Conveyance:

6-4-01

- [X] Assignment [] Merger [] Security Agreement
[] Change of Name [] Other ____

 Execution Date: April 23, 2001

2. Name and address of receiving party:

 Name: Agere Systems Guardian Corp.

Internal Address: _____

 Street Address: Suite 105, 14645 N.W. 77th Avenue

 City: Miami Lakes, State: FL ZIP 33014

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

4A. Application No.(s)

09/797,399

If this document is being filed together with a new application, the execution date(s) of the application is: ____

Additional numbers attached? [] Yes [X] No

4B. Patent No.(s)

Additional numbers attached? [] Yes [X] No

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

Name: Alan M. Koenck
Street Address: Kinney & Lange, P.A.,
312 South Third Street
City: Minneapolis State: MN ZIP 55415-1002

6. Total number of applications and patents involved: [1]

 7. Total fee (37 C.F.R. 3.41):.....\$ 40.00

DO NOT USE THIS SPACE

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.

Alan M. Koenck

June 4, 2001

Date

Total number of pages including cover sheet, attachments and document: [5]

ASSIGNMENT AND AGREEMENT

For value received, we, John D. Leighton of Anoka in the County of Anoka and State of Minnesota, Carl Elliott of Eden Prairie in the County of Hennepin and State of Minnesota and Jonathan P. Comeau of Minneapolis in the County of Hennepin and State of Minnesota hereby sell, assign and transfer to Agere Systems Guardian Corp., a corporation of the State of Delaware, having an office at Suite 105, 14645 N.W. 77th Avenue, Miami Lakes, FL 33014, USA, 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 **DUAL-SENSE IMPEDANCE-MATCHED READER** described in an application for Letters Patent of the United States, executed by us on even date herewith, 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 and transfer to Agere Systems Guardian 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 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 Agere Systems Guardian Corp. 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 Agere Systems Guardian 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 request that any and all patents for said inventions be issued to Agere Systems Guardian Corp. in the United States and in all countries foreign to the United States, or to such nominees as Agere Systems Guardian Corp. may designate.

We agree that, when requested, we shall, without charge to Agere Systems Guardian 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.

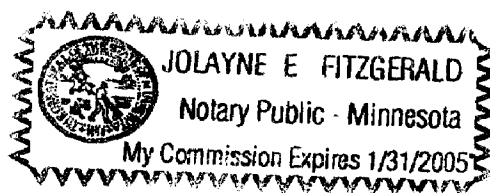

John D. Leighton

Date: 4/23/01

United States of America)

State of Minnesota) ss.:

County of Hennepin)



On this 23rd day of April, 2001, before me personally came John D. Leighton, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.


Notary Public



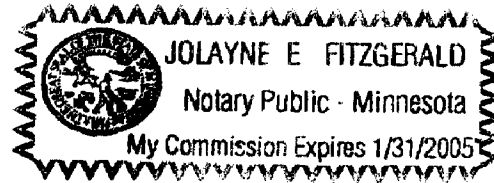
Carl Elliott

Date: April 23, 2001

United States of America)

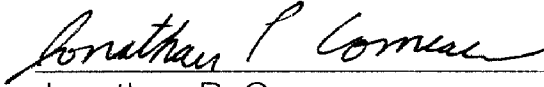
State of Minnesota) ss.:

County of Hennepin)



On this 23rd day of April, 2001, before me personally came Carl Elliott, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.


Notary Public



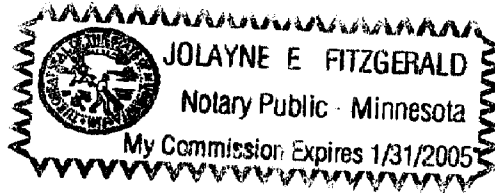
Jonathan P. Comeau

Date: 4/23/2001

United States of America)

State of Minnesota) ss.:

County of Hennepin)



On this 23rd day of April, 2001, before me personally came Jonathan P. Comeau, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.


Notary Public

Agere Systems Guardian Corp.
Suite 105
14645 N.W. 77th Avenue
Miami Lakes, FL 33014, U.S.A.