

06-18-2001



COVER SHEET

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

1. Names of conveying parties: Morton Tarr <i>6-11-01</i> Additional Names Attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party: Ucentric Holdings, Inc. 6160 N. Cicero Avenue, Suite 500 Chicago, IL 60646 Additional Names Attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Dates: <u>May 23, 2001</u>	Additional Names Attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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4. Application number(s) or patent number(s):
 If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No(s): 09/823,289, filed March 30, 2001	B. Patent No(s):
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5. Name and address of party to whom correspondence concerning documents should be mailed: Richard A. Jordan, Esq. P. O. Box 81363 Wellesley Hills, MA 02481-0004	6. Total no. of applications and patents involved: 1
	7. Total fee (37 C.F.R. 3.41): \$40.00 <input checked="" type="checkbox"/> Check enclosed <input type="checkbox"/> Authorized to be charged to deposit account
	8. Deposit Account No. (Duplicate copy attached)

9. 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.

06/14/2001 AZERGAW1 00000132 09823289
03 FC:581 40.00 DP

Date: June 7, 2001

Richard Jordan
Richard A. Jordan
Reg. No. 27,807

PATENTS

Attorney Docket No. UCN-007

ASSIGNMENT

Whereas, I,

Morton Tarr, 36 Manor Road, Bolton, MA 01740,

have made certain inventions or discoveries (or both) set forth in an application for Letters Patent of the United States of America entitled "Home Area Network Including Arrangement For Distributing Audio Programming Information From A Plurality Of Sources Over Local Radio Broadcast," which application was filed on March 30, 2001, as U.S. Application Serial No. 09/823,289;

Whereas Ucentric Holdings, Inc., a corporation having a place of business at 6160 N. Cicero Avenue, Suite 500, Chicago, IL 60646 United States and who, together with its successors and assigns is hereinafter called "Assignee," is desirous of acquiring the title, rights, benefits and privileges hereinafter recited;

Now, therefore, for valuable consideration furnished by Assignee to me, receipt and sufficiency of which I hereby acknowledge, I hereby, without reservations:

1. Assign, transfer and convey to Assignee the entire right, title and interest in and to said inventions and discoveries, said application for Letters Patent of the United States of America, any and all other applications for Letters Patent on said inventions and discoveries in whatsoever countries, including all divisional, renewal, substitute, continuation and Convention applications based in whole or in part upon said inventions or discoveries, or upon said applications, and any and all Letters Patent, reissues and extensions of Letters Patent granted for said inventions and discoveries or upon said applications, and every priority right that is or may be predicated upon or arise from said inventions, said discoveries, said applications and said Letters Patent;

2. Authorize Assignee to file patent applications in any or all countries on any or all of said inventions and discoveries in my name or in the name of Assignee or otherwise as Assignee may deem advisable, under the International Convention or otherwise;

3. Authorize and request the Commissioner of Patents and Trademarks of the United States of America and the empowered officials of all other governments to issue or transfer all said Letters Patent to Assignee, as assignee of the entire right, title and interest therein or otherwise as Assignee may direct;

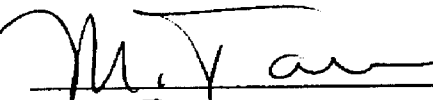
4. Warrant that I have not knowingly conveyed to others any right in said inventions, discoveries, applications or patents or any license to use the same or to make, use or sell anything embodying or utilizing any of said inventions or discoveries; and that I have good right to assign the same to Assignee without encumbrance;

5. Bind my heirs, legal representatives and assigns, as well as ourselves, to do, upon Assignee's request and at Assignee's expense, but without additional consideration to me or them,

UCN-007

all acts reasonably serving to assure that the said inventions and discoveries, the said patent applications and the said Letters Patent shall be held and enjoyed by Assignee as fully and entirely as the same could have been held and enjoyed by me, my heirs, legal representatives and assigns if this assignment had not been made; and particularly to execute and deliver to Assignee all lawful application documents including petitions, specifications, and oaths, and all assignments, disclaimers, and lawful affidavits in form and substance as may be requested by Assignee; to communicate to Assignee all facts known to me relating to said inventions and discoveries or the history thereof; and to furnish Assignee with any and all documents, photographs, models, samples and other physical exhibits in my control or in the control of my heirs, legal representatives or assigns which may be useful for establishing the facts of my conceptions, disclosures, and reduction to practice of said inventions and discoveries.

In testimony of which I have signed my name below, on the date indicated.



Morton Tarr
Inventor

23 MAY 2001
Date