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M&G- 50037.25US01

IT

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1. Name of conveying parties:

- (1) Scott R. Shell
- (2) Lee M. Butler

06/29/01

2. Name and address of receiving party:

Microsoft Corporation
One Microsoft Way
Redmond, Washington 98052



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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other:
- Merger
- Change of Name

Execution Date:
(1) June 28, 2001
(2) June 28, 2001

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:

- (1) June 28, 2001
- (2) June 28, 2001

A. Patent Application No.(s)

09/895471

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: John E. Whitaker
Address: Merchant & Gould P.C.
P.O. Box 2903
Minneapolis, MN 55402-0903

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41): \$40.00
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PATENT
REEL: 011963 FRAME: 0364

MS # 160459.1/50037.25US01

ASSIGNMENT

WHEREAS, we, Scott R. Shell and Lee M. Butler, (hereinafter referred to as ASSIGNORS), having post office addresses of 8500 148th Avenue NE, Apt. D1012, Redmond Washington 98052 and 33705 NE 122nd Street, Carnation, Washington 98014, respectively, are the joint inventors of an invention entitled "SYSTEM AND METHOD FOR CONTINUOUSLY PROVISIONING A MOBILE DEVICE," as described and claimed in the specification forming part of an application for United States Letters Patent executed herewith;

WHEREAS, Microsoft Corporation (hereinafter referred to as ASSIGNEE), a corporation of the State of Washington having a principal place of business at One Microsoft Way, Redmond, Washington 98052, is desirous of acquiring the entire right, title and interest in and to the invention, and in and to any letters patent that may be granted therefor in the United States and in any and all foreign countries;

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNORS hereby sell, assign and transfer unto said ASSIGNEE, the entire right, title and interest in and to said invention, said application and any and all letters patent which may be granted for said invention in the United States of America and its territorial possessions and in any and all foreign countries, and in any and all divisions, reissues and continuations thereof, including the right to file foreign applications directly in the name of ASSIGNEE and to claim priority rights deriving from said United States application to which said foreign applications are entitled by virtue of international convention, treaty or otherwise, said invention, application and all letters patent on said invention to be held and enjoyed by ASSIGNEE and its successors and assigns for their use and benefit and of their successors and assigns as fully and entirely as the same would have been held and enjoyed by ASSIGNORS had this assignment, transfer and sale not been made. ASSIGNORS hereby authorize and

request the Commissioner of Patents and Trademarks to issue all letters patent on said invention to ASSIGNEE. ASSIGNORS agree to execute all instruments and documents required for the making and prosecution of applications for United States and foreign letters patent on said invention, for litigation regarding said letters patent, or for the purpose of protecting title to said invention or letters patent therefor.

Date: 6/29/01


SCOTT R. SHELL

Date: 6/28/01


LEE M. BUTLER