

FORM PTO-1595
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To the Honorable Commissioner of Patents and Trademark

08-27-2001



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U.S. DEPARTMENT OF COMMERCE
S&H Form: (2/01)
ached original documents or copy thereof.

1. Name of conveying party(ies):

Escient Technologies, LLC

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

Escient Convergence Group, Inc.
6325 Digital Way
Indianapolis, IN 46278

3. Nature of conveyance:

___ Assignment ___ Merger
___ Security Agreement ___ Change of Name
☒ Other: Capital Contribution and Assumption Agreement

Effective Date(s): January 1, 2000

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

☐ This document is being filed together with a new application:

(a) The execution date(s) of the application is/are:
(b) The title is: OR

☒ This document is being filed after filing of the application:

(a) Patent Application No(s). 09/227,086, filed January 5, 1999; 09/226,169, filed January 7, 1999;
09/478,407, filed January 6, 2000; 09/002,721, filed January 5, 1998; 60/159,102 filed October 13,
1999; 09/453,023, filed December 2, 1999; and

(b) Patent No(s). _____, issued _____;

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

STAAS & HALSEY LLP
Attention: Richard A. Gollhofer
700 Eleventh Street, N.W., Suite 500
Washington, D.C. 20001

Our Docket: 1364.0009

6. Total number of applications and patents involved: 6

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

☒ Enclosed
☐ Authorized to be charged to deposit account.

8. Deposit Account No.: 19-3935 (Any underpayment is authorized to be charged to this Deposit Account)
(Attach duplicate copy of this page if paying by deposit account)

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.

Richard A. Gollhofer, Reg. No. 31,106
Name of Person Signing

Richard A. Gollhofer 8/21/01
Signature Date

Total number of pages including cover sheet: 5

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PATENT
REEL: 012095 FRAME: 0261

CAPITAL CONTRIBUTION AND ASSUMPTION AGREEMENT

The undersigned company, Escient Technologies, LLC ("Escient Technologies"), a Delaware limited liability company, as a capital contribution to Escient Convergence Group, Inc. ("ECG"), a Delaware corporation, hereby assigns, transfers and delivers to ECG all of Escient Technologies' right, title and interest in and to the assets listed on Exhibit A attached hereto. Escient Technologies covenants to take all such further actions and to execute all such additional documents as may be reasonably necessary to fully effectuate the capital contribution described herein.

Effective as of 12:01 a.m. on January 1, 2000

ESCIENT TECHNOLOGIES, LLC

By: 

Printed: Scott A. Jones

Its: President

The undersigned company, Escient Convergence Group, Inc. ("ECG"), hereby (a) (i) acknowledges receipt of and accepts from Escient Technologies a capital contribution of all of Escient Technologies' right, title and interest in and to the assets listed on Exhibit A attached hereto and (ii) will issue to Escient Technologies 1000 shares of Common Stock of ECG in exchange for such contribution; (b) assumes and agrees to promptly perform all of Escient Technologies' obligations directly related to the Escient Convergence Business, an unincorporated division of Escient Technologies which was previously operated by Escient, Inc., an Indiana corporation, including, without limitation: (i) trade payables incurred in the ordinary course of the Escient Convergence Business prior to the date hereof, (ii) wages, salaries and compensation payable to employees performing services for the Escient Convergence Business, and (iii) any foreign, federal, state and local sales use or personal property tax obligations (but not including any income tax obligations, which shall remain obligations solely of Escient Technologies); provided, however, the obligations to be assumed by ECG will not exceed the lesser of (1) the tax basis or (2) the fair market value of all of the assets contributed by Escient Technologies; and (c) agrees to the fullest extent permitted by applicable law to indemnify, defend and hold harmless Escient Technologies from and against any losses, claims, damages, obligations, liabilities or actions, joint or several, to which Escient Technologies may be directly or indirectly subject in connection with the Escient Convergence Business, either directly or as a successor in interest to CDDb, Inc. or Escient, Inc., including without limitation amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and shall reimburse Escient Technologies for any reasonable legal or other expenses incurred in connection with investigating, defending or preparing to defend any such loss, claim, damage, obligation, liability or action.

Effective as of 12:01 a.m. on January 1, 2000

ESCIENT CONVERGENCE GROUP, INC.

By: 

Printed: Scott A. Jones

Its: President

EXHIBIT A

ASSET LIST

1. All of the furniture and equipment located at 12955 Old Meridian Street, Carmel, Indiana 46032 and used in the Escient Convergence Business and all of the furniture and equipment located at 535 N. Pleasantburg Drive, Suite 114, Greenville, South Carolina 29607 and used in the Escient Convergence Business.
2. All of the intellectual property listed on the chart attached hereto.

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SCHEDULE A

Track	Date Filed	Serial Number	Description
ESC-CY-Compass	10/27/1997	TX 4-671-483	Copyright Compass Program
ESC-CY-SAR200	05/13/1998	TX 4-796-026	Copyright SAR200 Program
ESC-CY-TB100	06/15/1998		Copyright TB100 Program
ESC-CY-TBv3.1	10/27/1997	TX 4-671-326	Copyright TuneBase version 3.1
ESC-PT-1364.1002	01/05/1999	09/227,086	Playback device having text display and communication with remote database of titles
ESC-PT-1364.1003	01/07/1999	09/226,169	Multi-channel video pump
ESC-PT-1364-1003C1P	01/06/2000	09/478,407	Multi-channel video pump
ESC-PT-1364.1004	01/05/1998	09/002,721	Automated control of electronic devices
ESC-PT-PCT-1364.1002JP	08/02/1999	11-348387	Playback device having text display and communication with remote database of titles
ESC-PT-1364-1006P	10/13/1999	60,159,102	Automated Assignment and Tuning of Radio Call Letters to Radio Presets
ESC-PT-1364.1006P			Full patent disclosure
ESC-PT-1364.1007	12/03/1999	09/453,023	Apparatus, method and database for control of audio/video equipment
ESC-MOI	12/08/1999		IR Power Event Controller
ESC-PT-SNY			Validity Study of Sony's 5,751,672 Patent
ESC-PT-SNY-IN			Decide whether to pursue declaratory judgement and reexamination
ESC-TM-Compass	08/20/1997	75,343836	Trademark Compass
ESC-TM-Icontrol			Trademark, Icontrol
ESC-TM-OG	12/09/1999		Trademark, Open Globe
ESC-SM-OG	12/09/1999		Servicemark, Open Globe
ESC-TM-Pplay	08/24/1999	75,783052	Trademark, PowerPlay
ESC-TM-PV			Trademark, PowerView
ESC-TM-TB	006/17/1997	75/310807	Trademark TuneBase
ESC-TM-TBTV	06/17/1997	75/310606	Trademark TuneBase TV