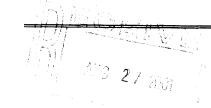
08-30-2001



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PLEASE RECORD THE ATTACHED ORIGINAL DOCUMENT(S) OR COPY(IES) THEREOF.

1.	NAME	OF	CONV	EYING	PARTY	(IES)

HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS

WASHINGTON, D.C. 20231

Steven Treppo, Alan J. Grodzinsky, Emerson Quan, Eliot Frank, David Bombard & David Breslau

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

2. NAME(S) AND ADDRESS(ES) OF RECEIVING PARTY(IES)

Massachusetts Institute of Technology 77 Massachusetts Avenue Cambridge, Massachusetts 02139

Additional name(s) of receiving party(ies) attached? No

3	NΔ	TURE	\mathbf{OF}	CONT	JEVA	NCE

Assignment

Security Agreement

Merger

Change of Name

Other

Execution Date:

5/25/01, 6/13/01, 7/26/01, 7/27/01 & 8/6/01

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): 09/776,254

B. Patent No(s):

Additional numbers attached? No

5. NAME AND ADDRESS OF PARTY TO WHOM CORRESPONDENCE CONCERNING DOCUMENT SHOULD BE DIRECTED:

Richard L. Stevens Samuels, Gauthier, Stevens & Reppert 225 Franklin Street Boston, Massachusetts 02110 (617) 426-9180, Extension 122

6. TOTAL NUMBER OF APPLICATIONS AND PATENTS INVOLVED:

7. TOTAL FEE DUE: \$40.00 (Enclosed)

If any additional fee(s) are due, the Commissioner is hereby authorized to charge the Deposit Order Account noted in item 8.

8. DEPOSIT ACCOUNT NUMBER: 19-0079

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 L. Stevens Name of Person Signing

Total number of pages including cover sheet, attachments, and document: _7

I hereby certify that this paper (along with any paper referred to as being attached or enclosed) is being deposited with the United States Postal Service on the date shown below with sufficient postage as first class mail in an envelope addressed to the Commissioner of Patents and Trademarks, Washington, D.C.

20231.

8/29/2001 AAHMED1 00000168 09776254

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PATENT REEL: 012107 FRAME: 0842

ASSIGNMENT

Know all men by these presents that:

WHEREAS we,

Steven Treppo

369 Centre Street East Richmond Hill, Ontario

L4C-1B5, Canada

and

Alan J. Grodzinsky 31 Tyler Road

Lexington, MA 02420

and

Emerson Quan 2415 Ardee Lane

San Francisco, CA 94080

and

Eliot Frank

152 Spring Street, #2 Cambridge, MA 02141

and

David Bombard 3835 24th Street

San Francisco, CA 94114

and

David Breslau 60 Hodge Road

Arlington, MA 02174

have made an invention for

ARTHROSCOPIC IMPEDANCE PROBE TO DETECT CARTILAGE DEGENERATION

described in the application filed with the United States Patent and Trademark Office on February 2. 2001 as Serial No. 09/776,254, which claims priority under 35 USC §119(e) from United States Provisional Patent Application Serial No. 60/179,820, filed February 2, 2000; and

WHEREAS Massachusetts Institute of Technology, a corporation duly organized and existing

- 1 -

PATENT

REEL: 012107 FRAME: 0843

under the laws of Massachusetts and having a place of business at 77 Massachusetts Avenue, Cambridge, Massachusetts 02139, for the benefit of itself, its successors and assigns, all inclusively hereinafter referred to as the Assignee, is desirous of acquiring the entire right, title and interest in and to the said invention, the said application, all inventions disclosed in said application and any and all Letters Patent of the United States and of all other countries which may be granted for the said invention or inventions, or any of them;

NOW, THEREFORE, for good and valuable consideration provided by said Assignee, the receipt whereof is hereby acknowledged, we do hereby sell, assign and transfer to the said Assignee the entire right, title and interest in and to the said invention, inventions and application, including all priority rights arising therefrom, all inventions disclosed in said application, and any and all Letters Patent of the United States, and of all other countries, together with the right to apply for such Letters Patent, which may be granted for the said invention, inventions or any of them,

TO HAVE, HOLD AND ENJOY the said invention, the said application, and the said Letters Patent, to said

MASSACHUSETTS INSTITUTE OF TECHNOLOGY

its successors and assigns, to its and their own use and behoof to the full end of the term or terms for which the said Letters Patent may be granted, as fully and entirely as the same would have been held and enjoyed by us had this assignment and sale not been made.

AND we hereby authorize and request the Commissioner of Patents of the United States and the appropriate officers of all foreign patent offices to issue any and all Letters Patent which may be granted on the said application or applications above referred to, or for the said invention, or any of them, to the said Assignee in accordance with the terms of this instrument.

AND we hereby agree to execute and sign without further consideration any other legal document and any other assignments and any divisional, continuing, renewal, reissue or other application in and for all patents that may be appropriate and may be deemed necessary by the Assignee fully to secure to said Assignee its interests as aforesaid in and to the said invention or any part thereof and in and to the said patents or any of them.

AND we further covenant and agree that we will at any time upon request communicate to the said Assignee, its successors, assigns or other legal representatives, any facts known to us relating to the said invention and any patent that may be granted thereon, and will testify as to the same in any interference or litigation when requested to do so.

AND we hereby covenant for ourselves and our legal representatives that we have not hitherto assigned or granted any license to make, use or sell said invention, and that we will not

- 2 -

Date	STEVEN TREPPO
Date	ALAN J. GRODZINSKY
<u>8/6/01</u> Date	EMERSON QUAN
Date	ELIOT FRANK
Date	DAVID BOMBARD
Date	DAVID BRESLAU

assignment.

henceforth purport to assign, license or execute any instrument to that effect in conflict with this

Date	STEVEN TREPPO
7/26/0/ Date	ALAN J. GRODZINSKY
Date	EMERSON QUAN
26 July 2001 Date	Glot Frank ELIOT FRANK
 Date	DAVID BOMBARD
7/27/01 Date	Daein Breslau DAVID BRESLAU

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Da	ité		STEVEN TREPPO
De	até		ALAN J. GRODZINSKY
Da	its		EMERSON QUAN
D	ate		ELIOT FRANK
	/ ₂ /13/	2001	DAVID BOMBARD
D	âtc		DAVID BRESLAU

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RECORDED: 08/27/2001

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