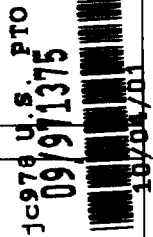
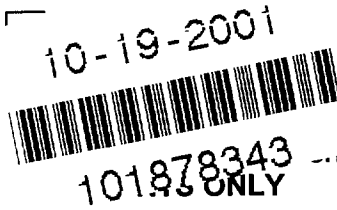


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Page 2

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CITY	Middletown	STATE	New Jersey	ZIP CODE	07748-4110
COUNTRY	United States of America			FAX	732-368-6932

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NAME	Thomas M. Isaacson		
TELEPHONE	410-257-5485		
SIGNATURE		DATE	10/4/01

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ASSIGNMENT AND AGREEMENT

For value received, each of the undersigned, David Malah of Kiryat-Chayim in the Country of Israel and Richard Vandervoort Cox of New Providence in the County of Union and State of New Jersey, hereby sells, assigns and transfers to AT&T Corp., a corporation of the State of New York, having an office at 32 Avenue of the Americas, New York, New York 10013-2412, United States of America, and its successors, assignees and legal representatives, the entire right, title and interest, for the United States of America, in and to certain inventions related to

A System For Bandwidth Extension Of Narrow-Band Speech

described in an application for Letters Patent for the United States of America, AT&T Docket Number 2001-0283A,

☒ for which an application for a United States Patent was executed on September 26, 2001

☐ for which an application for a United States Patent was filed on _____ Application Number _____,

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 the undersigned also concurrently hereby sell, assign and transfer to AT&T 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.

The undersigned authorize AT&T 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 the undersigned, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

The undersigned 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 AT&T Corp. to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.

The undersigned request that any and all patents for said inventions be issued to AT&T Corp. in the United States and in all countries foreign to the United States, or to such nominees as AT&T Corp. may designate.

The undersigned agree that, when requested, the undersigned shall, without charge to AT&T 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.

David Malah
David Malah

Date: 9/26/01

United States of America)

State of New Jersey) ss.:

County of Morris)

On this 26th day of September, 2001, before me personally came David Malah, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

Maureen Kane - Sara
Notary Public

AT&T CORP.

P.O. Box 4110

Middletown, New Jersey 07748-4110

MAUREEN KANE-SARA
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires 2004

Richard Vandervoort Cox
Richard Vandervoort Cox

Date: 9/26/01

United States of America

)

State of

) ss.:

County of

)

On this 26th day of September, 01 before me personally came Richard Vandervoort Cox, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

Margaret Kane-Java
Notary Public

AT&T CORP.

P.O. Box 4110

Middletown, New Jersey 07748-4110