

To the Hon
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jc879 U.S. PTO
10/027110



12/20/01

<p>1. Name of party or parties conveying an interest:</p> <p>Mansour Tahermezhaadi Michael J. Kirk</p> <p style="font-size: 2em; margin-left: 100px;">12/20/01</p>	<p>2. Name and address of party or parties receiving an interest:</p> <p>Name: Motorola, Inc, Street Address: 1303 Algonquin Road City: Schaumburg State: Illinois Zip: 60196</p>
<p>3. Description of the interest conveyed:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Change of Name <input type="checkbox"/> Security Agreement</p> <p>Execution Date: December 5, 2001</p>	<p>Other:</p>
<p>4. Application number(s) or patent number(s). Additional sheet attached? YES ___ NO <u>X</u></p> <p>A. Patent Application no.: Filed herewith</p>	<p>If the document is being filed together with a new application, the execution date of the application is: <u>December 5, 2001</u></p> <p>B. Patent no.(s):</p>
<p>5. Name and address of party to whom correspondence concerning this cover sheet should be mailed:</p> <p>Name: Anthony G. Sitko Reg. No. 36,278 MARSHALL, GERSTEIN & BORUN Street Address: 6300 Sears Tower 233 S. Wacker Drive City: Chicago State: Illinois Zip: 60606-6402</p>	<p>6. Number of applications and/or patents identified on this cover sheet: 1</p> <p>7. Amount of fee enclosed or authorized to be charged: \$40.00</p> <p>8. <i>Any additional required fee may be charged, or any overpayment credited to our deposit account: 13-2855</i></p>

9. To the best of my knowledge and belief, the information contained on this cover sheet is true and correct and any copy submitted is a true copy of the original document.

Date: 12/20, 2001

Anthony G. Sitko
Reg. No. 36,278

Total number of pages including cover sheet, attachments, and document: 5

01/08/2002 TDIAZ1 00000007 10027140
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ASSIGNMENT AND AGREEMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, we, **MANSOUR TAHERNEZHAADI, NAPERVILLE, IL, AND MICHAEL J. KIRK, MOUNT PROSPECT, IL**; have sold, assigned and transferred, and do hereby sell, assign and transfer, unto MOTOROLA, INC., a corporation of the State of Delaware, having its principal office in Schaumburg, State of Illinois, United States of America, and its successors, assigns, and legal representatives, the entire right, title and interest for the United States of America in and to certain inventions relating to improvements in **METHOD AND APPARATUS FOR PERFORMING ECHO CANCELLER SPECIFIC AUTOMATIC GAIN CONTROL** (Docket No. 29250/CE08421R), described, illustrated and claimed in an application for Letters Patent of the United States of America executed by us on the dates indicated by our signatures below, together with the entire right, title and interest in and to the application, and in and to Letters Patent which may be issued upon the application, and upon any division, extension, continuation or reissue thereof.

We hereby also sell, assign and transfer unto MOTOROLA, INC., the entire right, title and interest in and to the invention and in and to applications for Letters Patent therefore in all countries foreign to the United States of America, including all rights under any and all international conventions and treaties in respect of the invention and the applications for Letters Patent in foreign countries, and we further authorize MOTOROLA, INC. to apply for Letters Patent in foreign countries directly in its own name, and to claim priority of the filing date of the application for Letters Patent of the United States of America under the provisions of any and all international conventions and treaties.

We hereby authorize and request the Commissioner of Patents of the United States of America to issue Letters Patent upon the aforesaid application, division, extension, continuation or reissue, to MOTOROLA, INC., for the sole use and benefit of MOTOROLA, INC., its successors, assigns and legal representatives, to the full end of the term for which Letters Patent may be granted, the same as they would have been held and enjoyed by me had this assignment not been made, and we hereby authorize and request the equivalent authorities in foreign countries to issue the patents of their respective countries to MOTOROLA, INC.

We agree that, when requested, we will, without charge to MOTOROLA, INC., but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining patents for the inventions in any and all countries and for vesting title thereto in MOTOROLA, INC., its successors, assigns and legal representatives or nominees.

29250/CE08421R

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We covenant with MOTOROLA, INC., its successors, assigns and legal representatives, that the interest and property hereby conveyed is free from all prior assignment, grant, mortgage, license or other encumbrance.

We grant to MOTOROLA, INC., its successors, assigns and legal representatives the power to insert on this assignment any further identification, including the application number and filing date, which may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document.

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PATENT
REEL: 012423 FRAME: 0063

Mansour Tahernezhaadi
Mansour Tahernezhaadi

DATE: Dec. 5, 2001

STATE OF ILLINOIS

SS:

COUNTY OF COOK

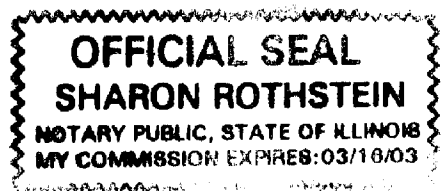
The undersigned Notary Public in and for the County and State aforesaid, do hereby certify that Mansour Tahernezhaadi whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that they signed, sealed and delivered the instrument as their free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and notarial seal this 5 day of December, 2001.

My commission expires: 03/16/03

Sharon Rothstein
Notary Public Signature

Sharon Rothstein
Printed Name of Notary Public



Michael J Kirk

Michael J. Kirk

DATE: Dec. 5, 2001

STATE OF ILLINOIS

SS:

COUNTY OF COOK

The undersigned Notary Public in and for the County and State aforesaid, do hereby certify that Michael J. Kirk whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that they signed, sealed and delivered the instrument as their free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and notarial seal this 5 day of December, 2001.

My commission expires:

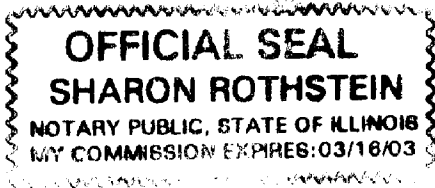
03/16/03

Sharon Rothstein

Notary Public Signature

Sharon Rothstein

Printed Name of Notary Public



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RECORDED: 12/20/2001

PATENT
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