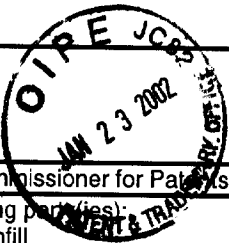


01-31-2002

FORM PTO-1595
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101966260

CASE NO:CS10918

To the Assistant Commissioner for Patents. Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): <u>David B. Cranfill</u> <u>Kesavarajan Kaliyaperumal</u> <u>Arthur G. Herkert</u> <u>Ronald Crochiere</u></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of Conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: Execution Date(s): <u>12/05/01, 12/06/01, 12/11/01</u></p>	<p>2. Name and address of receiving party(ies): Name: <u>Motorola, Inc.</u> Internal Address: <u>Corporate Offices</u> <u>Intellectual Property Department</u> Street Address: <u>1303 E. Algonquin Road</u> City: <u>Schaumburg</u> State: <u>IL</u> ZIP: <u>60196</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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1-23-02

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

If this document is being filed together with a new application, the execution date of the application is:

<p>A. Patent Application No.(s) <u>09/946,109 filed on 9/04/01</u></p>	<p>B. Patent No.(s) _____</p>
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Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Motorola, Inc.</u> Internal Address: <u>Personal Communications Sector</u> <u>Intellectual Property Department</u> Street Address: <u>600 North US Highway 45, AN475</u> City: <u>Libertyville</u> State: <u>IL</u> ZIP: <u>60048</u></p>	<p>6. Total number of applications and patents involved: <input type="text" value="1"/></p> <p>7. Total fee (37 CFR 2.6(b)(7)): \$ 40.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>13-4768</u> (Attach duplicate copy of this page if paying by deposit account)</p>
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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.

<p><u>Randall S. Vaas Reg. No. 34,479</u> Name of Person Signing</p>	<p> Signature</p>	<p><u>12-14-2001</u> Date</p>
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Total number of pages including cover sheet, attachments and document: 3

OMB No. 0651-0011 (exp. 4/94)

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ASSIGNMENT AND AGREEMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, we, David B. Cranfill of Sparta, NJ; Kesavarajan Kaliyaperumal of Edison, NJ; Arthur G. Herkert of Millington, NJ; and Ronald Crochiere of San Diego, CA; 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 Dynamic Gain Control of Audio in a Communication Device filed 9/04/01 as Serial No. 09/946,109 (Docket No. CS10918) 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 therefor 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.

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.



DATE: 12/5/01

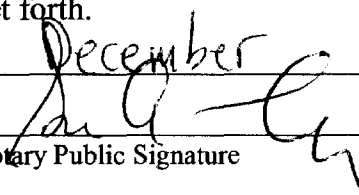
David B. Cranfill

STATE OF
COUNTY OF

The undersigned Notary Public in and for the County and State aforesaid, do hereby certify that David B. Cranfill 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 5th day of December, 2001.

My commission expires:



Notary Public Signature

SUSAN A. LORIG
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 4/16/2002

Printed Name of Notary Public
SUSAN A. LORIG
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 4/16/2002

K. Kesavarajan
Kesavarajan Kaliyaperumal

DATE: 12/5/01

STATE OF
COUNTY OF

The undersigned Notary Public in and for the County and State aforesaid, do hereby certify that Kesavarajan Kaliyaperumal 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 5th day of December, 2001.

My commission expires:

[Signature]
Notary Public Signature

SUSAN A. LORIG
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 4/16/2002

Printed Name of Notary Public

SUSAN A. LORIG
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 4/16/2002

Arthur G. Herkert
Arthur G. Herkert

DATE: 12/6/01

STATE OF
COUNTY OF

The undersigned Notary Public in and for the County and State aforesaid, do hereby certify that Arthur G. Herkert 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 6th day of December, 2001.

My commission expires:

[Signature]
Notary Public Signature

SUSAN A. LORIG
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 4/16/2002

Printed Name of Notary Public

SUSAN A. LORIG
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 4/16/2002

Ronald E. Crochiere
Ronald Crochiere

DATE: 12/11/01

STATE OF California
COUNTY OF San Diego

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

Given under my hand and notarial seal this 11 day of December, 2001.

My commission expires:



Mukta Tantod.
Notary Public Signature

Mukta Tantod.
Printed Name of Notary Public