

REC

05-03-2002

SHEET



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To the Honorable Commissioner of

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies)

Vitaliy S. Fain  
Samuel V. Fain

*H. 23.02*

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

2. Name and address of receiving party(ies)

Name: Fain Systems, Inc.

Internal Address: \_\_\_\_\_

Street Address: 229 Washington Street

City: Woburn State: MA ZIP: 01801

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other \_\_\_\_\_

Execution Date: 4/11/02

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)

10/094,696

B. Patent No.(s)

Additional numbers attached?  Yes  No

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

Name: Rodney D. Johnson

Internal Address: \_\_\_\_\_

Hamilton, Brook, Smith & Reynolds, P.C.

Street Address: 530 Virginia Road

P.O. Box 9133

City: Concord State: MA ZIP: 01742-9133

6. Total number of applications and patents involved:

7. Total Fee (37 C.F.R. 3.41)..... \$ 40.00

- Enclosed
- Authorized to charge any deficiencies or credit any overpayment to deposit account
- Authorized to be charged to deposit account

8. Deposit account number:

08-0380

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

C. Steven Kurlowecz

Name of Person Signing

*C. Steven Kurlowecz*  
Signature

4/17/02  
Date

Total number of pages including cover sheet, attachments, and document: [ 4 ]

05/02/2002 LWELLER 00000019 10094696

01 FC:581

40.00 DP

PATENT  
REEL: 012843 FRAME: 0900

ASSIGNMENT

WHEREAS, we, **Vitaliy S. Fain and Samuel V. Fain**, have invented a certain improvement in **SPEECH RECOGNITION SYSTEM USING SPECTROGRAM ANALYSIS** described in an application for Letters Patent of the United States, the specification of which:

- is being executed on even date herewith and is about to be filed in the United States Patent Office;
- was filed on **March 7, 2002** as Application No. **10/094,696**;
- was patented under U.S. Patent No. [ ] on [ ].

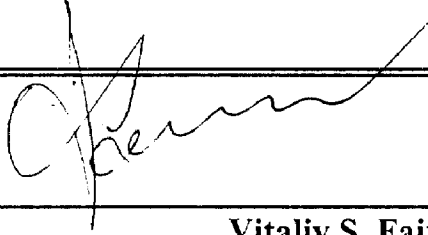
WHEREAS, **Fain Systems, Inc.** (hereinafter "ASSIGNEE"), a corporation organized and existing under the laws of the **State of Delaware**, and having a usual place of business at **229 Washington Street, Woburn, Massachusetts 01801** desires to acquire an interest therein in accordance with agreements duly entered into with us;

NOW, THEREFORE, to all whom it may concern be it known that for and in consideration of said agreements and of other good and valuable consideration, the receipt of which is hereby acknowledged, we have sold, assigned and transferred and by these presents do hereby sell, assign and transfer unto said ASSIGNEE, its successors, assigns and legal representatives, the entire right, title and interest in and throughout the United States of America, its territories and all foreign countries, in and to said invention as described in said application, together with the entire right, title and interest in and to said application and such Letters Patent as may issue thereon; said invention, application and Letters Patent to be held and enjoyed by said ASSIGNEE for its own use and behalf and for its successors, assigns and legal representatives, to the full end of the term for which said Letters Patent may be granted as fully and entirely as the same would have been held by us had this assignment and sale not been made; we hereby convey all rights arising under or pursuant to any and all international agreements, treaties or laws relating to the protection of industrial property by filing any such applications for Letters Patent. We hereby acknowledge that this assignment, being of the entire right, title and interest in and to said invention, carries with it the right in ASSIGNEE to apply for and obtain from competent authorities in all countries of the world any and all Letters Patent by attorneys and agents of ASSIGNEE's selection and the right to procure the grant of all such Letters Patent to ASSIGNEE for its own name as assignee of the entire right, title and interest therein;

AND, we hereby further agree for ourselves and our executors and administrators to execute upon request any other lawful documents and likewise to perform any other lawful acts which may be deemed necessary to secure fully the aforesaid invention to said ASSIGNEE, its successors, assigns and legal representatives, but at its or their expense and charges, including the execution of applications for patents in foreign countries, and the execution of substitution, reissue, divisional or continuation applications and preliminary or other statements and the giving of testimony in any interference or other proceeding in which said invention or any application or patent directed thereto may be involved;

AND, we do hereby authorize and request the Commissioner of Patents of the United States to issue such Letters Patent as shall be granted upon said application or applications based thereon to said ASSIGNEE, its successors, assigns, and legal representatives.

IN TESTIMONY WHEREOF, we have hereunto set our hands and affixed our seals the date set forth below.



Inventor's Signature: \_\_\_\_\_

**Vitaliy S. Fain**

State/Commonwealth

of Massachusetts

County of Worcester

Then personally appeared before me the above-named **Vitaliy S. Fain** and acknowledged that he executed the foregoing instrument as his free act and deed this eleventh day of April, 2002.

(SEAL)

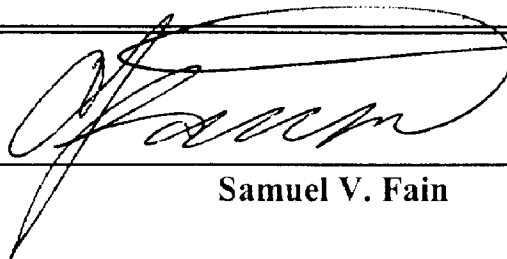
Carolyn Ricker Notary Public

CAROLYN RICKER (print name)

My Commission expires 4/11/02

Carolyn Ricker  
Notary Public  
My Commission Expires  
November 29, 2002

Inventor's Signature: \_\_\_\_\_



**Samuel V. Fain**

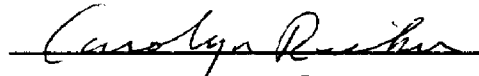
State/Commonwealth

of Massachusetts

County of Worcester

Then personally appeared before me the above-named **Samuel V. Fain** and acknowledged that he executed the foregoing instrument as his free act and deed this eleventh day of April, 20 02.

(SEAL)



Notary Public

Carolyn Ricker

(print name)

CAROLYN RICKER  
Notary Public  
My Commission Expires  
November 29, 2007

My Commission expires 4 / 11 / 2002