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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Donald E. Husby

10-23-02

2. Name and address of receiving party(ies)

Name: Network Elements, Inc.

Internal Address:

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: 10/22/2002

Street Address: 15425 SW Koll Parkway

City: Beaverton State: OR Zip: 97006

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

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: 10/22/2002

A. Patent Application No.(s) _____

B. Patent No.(s) _____

Additional numbers attached? Yes No

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

Name: SCHWABE, WILLIAMSON & WYATT, P.C.

Internal Address: Robert Watt

Street Address: 10260 SW Greenburg Road

Suite 820

City: Portland State: OR Zip: 97223

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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9. Signature.

Robert Watt, Reg. No. 45,890

Name of Person Signing

Robert Watt

Signature

10/23/2002

Date

Total number of pages including cover sheet, attachments, and documents: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

10/28/2002 EMAIL: 00000003 10279154

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10/279154
10/23/02

PATENT
REEL: 013423 FRAME: 0995

ASSIGNMENT
(For Execution Prior To Filing Patent Application)

In consideration of good and valuable consideration, the receipt of which is hereby acknowledged that the undersigned,

ASSIGNOR(S): Donald E. Husby

hereby sell, assign, and transfer to

ASSIGNEE: Network Elements, Inc.
15425 SW Koll Parkway
Beaverton, Oregon 97006

and its successors, assigns, and legal representatives, the entire right, title, and interest for the United States and all foreign countries, in and to any and all improvements that are disclosed in the application for the United States patent that has been executed by the undersigned prior hereto or concurrently herewith on the dates indicated below and is entitled:

A CONTENT ADDRESSABLE MEMORY WITH AUTOMATED LEARNING

and in and to said application and all divisional applications, continuation applications, continued prosecution applications, continuation-in-part applications, substitute applications, renewal applications, reissue applications, reexaminations, extensions, and all other patent applications that have been or shall be filed in the United States and all foreign countries on any of said improvements; and in and to all original patents, reissued patents, reexamination certificates, and extensions, that have been or shall be issued in the United States and all foreign countries on said improvements; and in and to all rights of priority resulting from the filing of said United States application;

agree that said Assignee may apply for and receive a patent or patents for said improvements in its own name; and that, when requested, without charge to, but at the expense of, said Assignee, its successors, assigns, and legal representatives, to carry out in good faith the intent and purpose of this Assignment, the undersigned will execute all divisional applications, continuation applications, continued prosecution applications, continuation-in-part applications, substitute applications, renewal applications, reissue applications,

reexaminations, extensions and all other patent applications on any and all said improvements; execute all rightful oaths, assignments, powers of attorney, and other papers; communicate to said Assignee, its successors, assigns, and representatives all facts known to the undersigned relating to said improvements and the history thereof; and generally assist said Assignee, its successors, assigns, or representatives in securing and maintaining proper patent protection for said improvements and for vesting title to said improvements, and all applications for patents and all patents on said improvements, in said Assignee, its successors, assigns, and legal representatives; and

covenant with said Assignee, its successors, assigns, and legal representatives that no assignment, grant, mortgage, license, or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

Inventor: Please sign and date below:

**Inventor: Please
indicate the date
you signed the
Combined
Declaration And
Power Of Attorney:**

22-07- , 2002 Donald E. Husby 22-OCT , 2002
Date Name: Donald E. Husby Date

Assignment Document Return Address:

SCHWABE, WILLIAMSON & WYATT, P.C.
10260 SW Greenburg Road, Suite 820
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