

12-20-2002

1-31-92

Patent & Trademark Office

To the Honorable Commissioner of Patents and Trademarks:

ments or copy thereof.

1. Name of conveying party(ies):

12-16-02

Danny F. AMMAR

Ronald D. GRAHAM

2. Name and address of receiving party(ies):

Name: Xytrans, Inc.

Address: 5422 Carrier Drive, Suite 201

Orlando, Florida 32819

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

3. Nature of Conveyance:

(X) Assignment

() Merger

() Security Agreement

() Change of Name

() Other

Execution Date: October 24, 2002

Additional name(s) and address(s) attached? () Yes (X) 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:

A. Patent application No.(s)

B. Patent No.(s)

10/267,027

Additional numbers attached? () Yes (X) No

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

Name: Richard K. Warther, Esq.

Internal Address: Allen, Dyer,

Doppelt, Milbrath & Gilchrist, P.A.

Street Address: 255 S. Orange Ave.

P.O. Box 3791

City: Orlando

State: Florida Zip: 32802

6. Total number of applications and patents involved: [1]

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

[X] Enclosed

[] Authorized to be charged to deposit account.

8. Deposit Account Number:

01-0484

If any additional extension and/or fee is required, or, if any additional fee for claims is required.

12/19/2002 DBYRNE 00000208 10267027

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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.

Richard K. Warther

Name of Person Signing

Signature

December 10, 2002

Date

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

A S S I G N M E N T

WHEREAS, **DANNY F. AMMAR** of Windermere, Florida, and **Ronald D. GRAHAM** of Clermont, Florida; hereinafter referred to as **ASSIGNORS**, have made certain improvements or inventions in **PHASE LOCKED LOOP (PLL) FREQUENCY SYNTHESIZER AND METHOD**, for which **ASSIGNORS** have executed an application for United States Letters Patent filed on **October 7, 2002**, in the United States Patent and Trademark Office, and assigned **Serial No. 10/267,027**; and

WHEREAS, **XYTRANS, INC.**, a Florida corporation, hereinafter referred to as **ASSIGNEE**, is desirous of acquiring the same;

NOW THEREFORE, This Indenture Witnesseth: That for good and valuable consideration, receipt whereof is hereby acknowledged, said **ASSIGNORS** do hereby sell, assign and transfer to said **ASSIGNEE**, its successors and assigns, all right, title and interest in and to said United States Patent application, the invention or inventions therein shown and described and any improvements on said inventions heretofore or hereafter made, any divisions or continuations of said application, and all patents, United States and foreign, to be granted upon any such application or for the invention or inventions thereof, and any reissues, continuations or extensions of said patents; and said **ASSIGNORS** do hereby authorize and request the Commissioner of Patents to issue all patents on said United States Patent applications or for the invention or inventions hereof, in accordance with this assignment.

And said **ASSIGNORS** for said consideration hereby covenant and agree that said **ASSIGNORS** are the owners of the full title herein conveyed and have the right to convey the same, and agree that said **ASSIGNORS** will communicate to said **ASSIGNEE** any facts known to said **ASSIGNORS** respecting said invention or inventions, and testify in any legal proceedings when called upon

IN WITNESS WHEREOF, I have hereunto set my hand
and seal this 24th day of OCTOBER, 2002.


RONALD D. GRAHAM

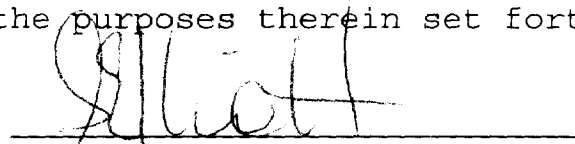
State of Florida :
County of Orange : SS.

On this 24th day of October, 2002,
before me personally appeared the above-named ASSIGNOR, **RONALD D. GRAHAM**, to me personally known/provided identification
(personally) as the individual who executed the
foregoing assignment, and who acknowledged to me that he executed
the same of his own free will for the purposes therein set forth.

S E A L



Shelly Elliott
Commission # DD 004357
Expires Feb. 25, 2005
Bonded Thru
Atlantic Bonding Co., Inc.


Notary Public
My commission expires: