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TO: The Commissioner of Patents and Trademarks: Please record the att:



Submission Type

New **5-5-03**
 Resubmission (Non-Recordation)
Document ID#
Correction of PTO Error
Reel # Frame #

Conveyance Type

Assignment 102441077
 Security Agreement
 License
 Change of Name
 Merger
 Other

Conveying Party(ies)

Mark if additional names of conveying parties attached

Name (line 1) **John Holdsworth**

Execution Date (s) **December 4, 2002**

Receiving Party

Mark if additional names of receiving parties attached.

Name (line 1) **U.S. Encode Corporation**

Address (line 1) **5040 Shoreham Place**

Address (line 2) **Suite 150**

Address (line 3) **San Diego** **CA/USA** **92122**
City State/Country Zip Code

OFFICE OF PATENT RECORDS
2003 MAR -5 PM 11:26
FINANCE SECTION

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from

Correspondent Name and Address

Area Code and Telephone Number **(858) 720-2500**

Name **PAUL, HASTINGS, JANOFSKY & WALKER LLP**

Address (line 1) **12390 El Camino Real**

Address (line 2) **San Diego, California 92130-2081**

Pages

Enter the total number of pages of the attached conveyance document including any attachments. # **9**

Application Number(s) or Patent Number(s) **10/338,822**

Mark if additional numbers attached.

10/346,708, 10/346,733, 10/346,732 and 10/347,114

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.

Month Day Year

Number of Properties

Enter the total number of properties involved. # **5**

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ **200.00**

Method of Payment:
Deposit Account

Deposit Account

Deposit Account Number: **50-2613**
(Order 034260.0007.UTL)

Authorization to charge additional fees:

Yes No

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. Charges to deposit account are authorized, as indicated herein.

Noel C. Gillespie, Reg. No. 47,596
Name of Person Signing

Signature

04/30/03

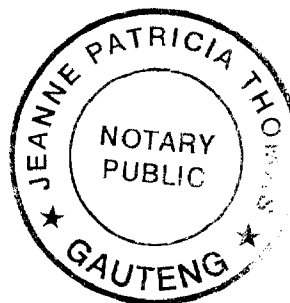
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ASSIGNMENT OF PATENT 034260.0007.UTL

For valuable consideration, I, JOHN HOLDSWORTH of Johannesburg, South Africa, and a citizen of South Africa (hereinafter referred to as "Assignor") hereby assign to U. S. ENCODE CORPORATION, a California Corporation, and having a place of business at 5040 Shoreham Place, Suite 150, San Diego, CA 92122, and its successors and assigns (collectively hereinafter called "the Assignee"), the entire right, title and interest throughout the world in the invention and improvements which are the subject of an application for United States Patent (Patent Number 034260.0007.UTL) filed herewith and entitled **SYSTEMS AND METHODS FOR SECURE AUTHENTICATION OF ELECTRONIC TRANSACTION**. This assignment includes said application, any and all United States and foreign patents granted for any of said inventions or improvements, including all divisions, continuations, reissues, continuations-in-part and extensions thereof, and the right to claim priority based on the filing date of said application and based on the filing date of any provisional application of which said application claims the benefit under the International Convention for the Protection of Industrial Property, the Patent Cooperation Treaty, the European Patent Convention, and all other treaties of like purposes. However this assignment is limited to the technology that is described in the September 9, 2002 filing referenced above by Encode's patent attorneys (Brobeck, Phleger and Harrison). We authorize the Assignee to apply in all countries in our names or in its own name for patents and like rights of exclusion and for inventor's certificates for said inventions and improvements. We agree for ourselves and our heirs, legal representatives and assigns, without further compensation, upon request to perform such lawful acts, to promptly provide Assignee with all pertinent facts and documents relating to said invention or application as may be known and accessible to us, to testify in any interference or litigation related to said invention or application and to sign such further applications, assignments, Preliminary Statements and other lawful documents as the Assignee may reasonably request to effectuate fully this Assignment.

Original Document
Notarized
South Africa
Encode
JH
JMA

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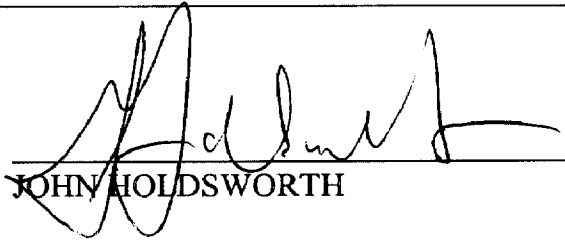


A handwritten signature in black ink, appearing to be 'JH'.

The Assignors hereby covenant that no assignment, sale, agreement, or encumbrance has been or will be made or entered into which would conflict with this Agreement.

WITNESS my hand at Sandton

this 09 day of December, 2002.


JOHN HOLDSWORTH

CITY OF JOHANNESBURG)
)
COUNTRY OF SOUTH AFRICA)

On 4 December 2002 before me, JEANNE PATRICIA THOMAS, personally appeared

JOHN HOLDSWORTH

personally known to me - **OR** - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Notary Public

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