

07-07-2003



Express Mail No. EV 313 841 047 US

102489836
RECORDATION FORM COVER SHEET
PATENTS ONLYAttorney Docket Number
11090-046-999Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

6.75.03

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Evgeni ILL'ICHEV Miroslav GRAJCAR Alexandre ZAGOSKIN Miles F. H. STEININGER		2. Name and address of receiving party(ies): Name: D-Wave Systems, Inc. Address: 320-1985 West Broadway Vancouver, British Columbia V6J 4Y3 Country (if other than USA): Canada	
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment Merger Security Agreement Change of Name Other			
Execution Date: <u>5/22/03; 5/22/03; 6/23/03; 6/20/03</u>			
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) <u>10/321,065</u> B. Patent No.(s) Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
5. Name and address of party to whom correspondence concerning document should be mailed: PENNIE & EDMONDS LLP 3300 Hillview Avenue Palo Alto, California 94304		6. Number of applications and patents involved: <u>1</u> 7. Total fee (37 CFR 3.41):\$ 40.00 Please charge to the deposit account listed in Section 8. 8. Deposit account number: <u>16-1150</u>	

DO NOT USE THIS SPACE

9. Statement and signature. <i>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.</i>			
Gary S. Williams Name of Person Signing	31,066 Reg. No.	 Signature	June 25, 2003 Date
Total number of pages including cover sheet:			6

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-145007/03/2003 6TOM11 00000047 161150 10321065
01 FC:8021 40.00 DA

CA1: 347414.1

PATENT
REEL: 014226 FRAME: 0565

JOINT

ASSIGNMENT

WHEREAS WE, Evgeni Il'ichev, a citizen of Russia, residing at Gartensiedlung 36, 99441 Großschwabhausen, Germany; and Miroslav Grajcar, a citizen of the Slovak Republic, residing at Zahradnicka 33, 811 07 Bratislava, Slovak Republic, ASSIGNORS, are the inventors, jointly with Alexandre Zagoskin, a citizen of Canada, residing at 2065 W. 8th Ave, Vancouver, British Columbia, Canada, V6J 1W4; and Miles F. H. Steininger, a citizen of Canada, residing at, 5-8749 Fremlin Street, Vancouver, British Columbia, Canada, V6P 3X5, of the invention in CHARACTERIZATION AND MEASUREMENT OF SUPERCONDUCTING STRUCTURES for which we have executed an application for a Patent of the United States

- ☐ which is executed on ☐ even date herewith or ☒
☒ which is identified by Pennie & Edmonds LLP docket no. 11090-046-999
☒ which was filed on December 16, 2002, Application No. 10/321,065

☐ I hereby authorize and request my attorney, _____, of Pennie & Edmonds LLP, 3300 Hillview Avenue, Palo Alto, California 94304, to insert here in parentheses (Application number _____, filed _____) the filing date and application number of said application when known.

and WHEREAS, Institut für Physikalische Hochtechnologie e.V., organized and existing under the laws of Thüringer, and having an office for the transaction of 10 Winzerlaer Straße, 07745, Jena, Germany, ASSIGNEE is desirous of obtaining our entire right, title and interest in, to and under the said invention and the said application:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said ASSIGNORS, have sold, assigned transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, our entire right, title and interest in, to and under the said invention, and the said United States application and all divisions, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues and extensions thereof; and all applications for industrial property protection, including, any country or countries foreign to the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models, inventors' certificates and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals and reissues thereof;

AND WE HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

JOINT

AND WE HEREBY covenant and agree that we have full right to convey the entire interest herein assigned, and that we have not executed, and will not execute, any agreement in conflict herewith.

AND WE HEREBY further covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

IN TESTIMONY WHEREOF, said Assignors have executed and delivered this instrument to said Assignee the day and year below written.

Date 22.05, 2003 Iev L.S.
Evgeni Il'ichev

Witnessed by:

H. Boben
Signature

H. Soudermann
Printed Name

Date 22.5., 2003 Miroslav Grajcar L.S.
Miroslav Grajcar

Witnessed by:

H. Schneider
Signature

H. Schneider
Printed Name

JOINT

ASSIGNMENT

WHEREAS WE, Alexandre Zagoskin, a citizen of Canada, residing at 2065 W. 8th Ave, Vancouver, British Columbia, Canada, V6J 1W4; and Miles F. H. Steininger, a citizen of Canada, residing at, 5-8749 Fremlin Street, Vancouver, British Columbia, Canada, V6P 3X5, ASSIGNORS, are the inventors, jointly with Evgeni Il'ichev, a citizen of Russia, residing at Gartensiedlung 36, 99441 Großschwabhausen, Germany; and Miroslav Grajcar, a citizen of the Slovak Republic, residing at Zahradnicka 33, 811 07 Bratislava, Slovak Republic, of the invention in CHARACTERIZATION AND MEASUREMENT OF SUPERCONDUCTING STRUCTURES for which we have executed an application for a Patent of the United States

- ☐ which is executed on ☐ even date herewith or ☒
☒ which is identified by Pennie & Edmonds LLP docket no. 11090-046-999
☒ which was filed on December 16, 2002, Application No. 10/321,065

☐ I hereby authorize and request my attorney, _____, of Pennie & Edmonds LLP, 3300 Hillview Avenue, Palo Alto, California 94304, to insert here in parentheses (Application number _____, filed _____) the filing date and application number of said application when known.

and WHEREAS, D-Wave Systems Inc., organized and existing under the laws of British Columbia, and having an office for the transaction of 320-1985 West Broadway, Vancouver British Columbia, Canada, V6J 4Y3, ASSIGNEE is desirous of obtaining our entire right, title and interest in, to and under the said invention and the said application:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said ASSIGNORS, have sold, assigned transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, our entire right, title and interest in, to and under the said invention, and the said United States application and all divisions, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues and extensions thereof; and all applications for industrial property protection, including, any country or countries foreign to the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models, inventors' certificates and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals and reissues thereof;

AND WE HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

JOINT

AND WE HEREBY covenant and agree that we have full right to convey the entire interest herein assigned, and that we have not executed, and will not execute, any agreement in conflict herewith.

AND WE HEREBY further covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

IN TESTIMONY WHEREOF, said Assignors have executed and delivered this instrument to said Assignee the day and year below written.

Date June 23, 2003


Alexandre Zagoskin

L.S.

Witnessed by:


Signature

Jeremy P. Hilton
Printed Name

Date June 20, 2003


Miles F. H. Steininger

L.S.

Witnessed by:

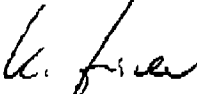


Signature

Jeremy P. Hilton
Printed Name

ASSIGNMENT

For good and valuable consideration arising from previous agreements between Institut für Physikalische Hochtechnologie e.V., (the "Assignor") and D-Wave Systems Inc. (the "Assignee"), the receipt and sufficiency of which is hereby acknowledged by the Assignor, the Assignor does hereby assign to the Assignee all its worldwide rights, title and interests in and to the intellectual property that constitutes the United States Patent Application having Serial No. 10/321,065, which was filed on December 16, 2002 in the names of Evgeni Il'ichev, Miroslav Grajcar, Alexandre Zagoskin, Miles F.H. Steininger, and which is entitled CHARACTERIZATION AND MEASUREMENT OF SUPERCONDUCTING STRUCTURES, including, but not limited to, title to the aforesaid patent application.

IN WITNESS WHEREOF, the Assignor has executed and delivered this instrument to the Assignee as of this 18 day of June, 2003.

 
(Signature of Assignor or of authorized signatory of Assignor)

Dr. K. Fischer F. Sondermann
(Print name and title of person signing above)

WITNESSED BY:


(Signature of individual witnessing the above signature)

Karin Steps
(Print name and title of person witnessing above signature)