

07-11-2003

7-8-03



Form PTO-1595 (Rev. 10/02)

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OMB No. 0651-0027 (exp. 6/30/2005)

PATENTS ONLY

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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):

William R. SAUNDERS
Michael A. VAUDREY
Andre GOLDSTEIN

2. Name and address of receiving party(ies)

Name: Adaptive Technologies

Internal Address:

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

3. Nature of conveyance:

- Assignment Merger
Security Agreement Change of Name
Other

Street Address: 1700 Kraft Drive, Suite 2350

City: Blacksburg State: VA Zip: 24060

Execution Date:

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:

A. Patent Application No.(s) 10/440,619

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: Roberts Abokhair & Mardula, LLC

Internal Address:

Street Address: 11800 Sunrise Valley Dr

Suite 1000

City: Reston State: VA Zip: 20191

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:

18-1579

FINANCE SECTION
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9. Signature.

Jon L. Roberts, Reg. No.: 31,293

Name of Person Signing

Signature Date 7/8/03

Total number of pages including cover sheet, attachments, and documents: 6

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

07/10/2003 ECDOPER 00000060 10440619

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of William R. SAUNDERS, Michael A. VAUDREY, and Andre GOLDSTEIN

Serial No.: 10/440,619
Filed: 05/19/2003

Group Art Unit: Not Yet Assigned
Examiner: Not Yet Assigned

Title: **Electronic Earplug for Monitoring and Reducing Wideband Noise at the Tympanic Membrane**

* * * * *
ASSIGNMENT Pursuant to 37 CFR § 3.56
* * * * *

I William R. Saunders, residing at 513 Cedar Orchard Drive Blacksburg, VA 24060, I Michael A. Vaudrey, residing at 3811 Mountain Laurel Ridge Blacksburg, VA 24060 and I Andre Goldstein, residing at 2817 Chelsea Court Blacksburg, VA 24060, for good and valuable consideration, the sufficiency of which is hereby acknowledged, do hereby sell, assign and transfer unto Adaptive Technologies, Inc., a corporation organized under the laws of the State of Virginia, having its principal office at 1700 Kraft Drive, Suite 2350 Blacksburg, VA 24060 (hereinafter "ASSIGNEE"), the entire right, title and interest, together with all rights of priority, in and to all my inventions described and/or claimed in the utility patent application filed with the United States Patent and Trademark Office titled "Electronic Earplug for Monitoring and Reducing Wideband Noise at the Tympanic Membrane", the specification of which was filed 05/19/2003 and having Serial No. 10/440,619; and, as well as all divisional and continuation applications claiming priority therefrom and all foreign counterparts thereof, including any application filed in the Patent Cooperation Treaty ("PCT") and any national stage filing resulting from any such PCT filing together with all patents issuing on any of the aforesaid applications, the same to be held and enjoyed by ASSIGNEE, its successors, assigns or other legal representatives, to the full ends of the terms of all said patents therefore which may be granted.

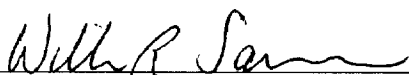
I HEREBY AUTHORIZE ASSIGNEE to make application for and to receive patents for said inventions in any foreign countries in its own name, or in my name, at its election.

AND I HEREBY COVENANT AND AGREE that I will execute or procure any further necessary assurance of title to said inventions and any patents which may issue therefore and that

I will, at any time, upon the request and at the expense of ASSIGNEE deliver any testimony in any legal proceedings and execute all papers that may be necessary or desirable to perfect the title to said inventions or any patents which may be granted therefore in ASSIGNEE, its successors, assigns, or other legal representatives, and that I will, at any time, upon the request and at the expense of the ASSIGNEE execute any continuations, divisions, reissues, or any other additional applications for patents for said inventions or any part or parts thereof, all of which applications and any patents issuing thereof are hereby assigned to ASSIGNEE, and will make all rightful oaths, and do all lawful acts requisite for procuring the same therein, without further compensation, but at the expense of ASSIGNEE, its successors, assigns or other legal representatives.

AND I HEREBY AUTHORIZE AND REQUEST the Commissioner of Patents and Trademarks to issue any and all Letters Patent of the United States for said inventions, resulting from any of the aforesaid applications to assignee.

WITNESS MY HAND and seal this 1st day of July, 2003.

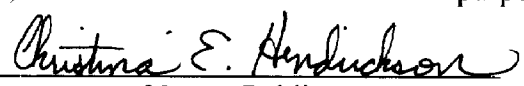


WILLIAM R. SAUNDERS

STATE OF Virginia

COUNTY OF Montgomery

On this 1st day of July, 2003 personally appeared before me William Saunders to me known, and known by me to be the same person described in and who executed the foregoing instrument, and acknowledged that he executed the same, of his own free will and for the purposes set forth.



Notary Public

My commission expires: April 30, 2006

[THIS ASSIGNMENT CONTINUES WITH THE NEXT PAGE]

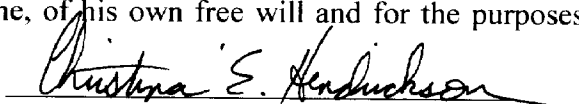
WITNESS MY HAND and seal this 1st day of JULY, 2003.


MICHAEL A. VAUDREY

STATE OF VIRGINIA

COUNTY OF MONTGOMERY

On this 1st day of July, 2003 personally appeared before me Michael A. Vaudrey to me known, and known by me to be the same person described in and who executed the foregoing instrument, and acknowledged that he executed the same, of his own free will and for the purposes set forth.


Notary Public

My commission expires: April 30, 2006

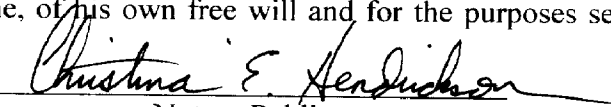
WITNESS MY HAND and seal this 1st day of July, 2003.


ANDRE GOLDSTEIN

STATE OF Virginia

COUNTY OF Montgomery

On this 1st day of July, 2006 personally appeared before me Andre L. Goldstein to me known, and known by me to be the same person described in and who executed the foregoing instrument, and acknowledged that he executed the same, of his own free will and for the purposes set forth.


Notary Public

My commission expires: April 6, 2003

[THIS ASSIGNMENT ENDS WITH THIS PAGE]