



Form PTO-1595
(Rev. 10/02)

RE

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

102735933

Tab settings

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

6-28-04

1. Name of conveying party(ies):
Innovative Communications Technologies Inc.

2. Name and address of receiving party(ies)
Name: HPLX-I, Inc.

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

Internal Address: _____

3. Nature of conveyance:

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

Street Address: 1935 Cordell Court

Execution Date: 10/17/03

City: El Cajon State: CA Zip: 92020

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) 09/885,580;
09/252,087; 60/207,436; 09/571,053;
PCTUS01/19742; PCTUS01/49145; PCTUS01/15575

B. Patent No.(s) _____

Additional numbers attached? Yes No

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

Name: Brandee Fernandez

Internal Address: _____

Cooley Godward LLP

Street Address: 4401 Eastgate Mall

City: San Diego State: CA Zip: 92121-1909

6. Total number of applications and patents involved: 7

7. Total fee (37 CFR 3.41).....\$ 280.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Brandee Fernandez
Name of Person Signing

06/25/04
Date

Total number of pages including cover sheet, attachments, and documents: 8

06/30/2004 JJALLAH2 00000003 09885580

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

01 FC:8021 280.00 OP
02 FC:8023 120.00 OP

ASSIGNMENT OF CONTRACTS AND PATENT RIGHTS

THIS ASSIGNMENT OF CONTRACTS AND PATENT RIGHTS (the "*Assignment*") is made as of this 17th day of October, 2003, by Innovative Communications Technologies, Inc., a Delaware corporation ("*Assignor*").

WHEREAS, Assignor is a party to the contracts (the "*Assumed Contracts*") set forth on **Exhibit A**;

WHEREAS, Assignor has agreed to assign to HPLX-I, Inc. ("*Assignee*") all the Assignor's rights and obligations under the Assumed Contracts listed in and attached hereto as **Exhibit A**;

WHEREAS, Assignor owns the entire right, title and interest in any letters patents and any patent applications set forth on **Exhibit B** (the "*Patents*" and "*Patent Applications*"), as well as any inventions disclosed in the Patents and Patent Applications (the "*Inventions*"); and

WHEREAS, Assignor is desirous of acquiring the entire right, title, and interest in and to the Patents and Patent Applications, and in and to the Inventions, and to the Future Patents (as hereinafter defined);

NOW, THEREFORE, BE IT RESOLVED, that Assignor hereby assigns to Assignee all of Assignor's rights and obligations under each of the Assumed Contracts listed in and attached hereto as **Exhibit A**;

RESOLVED FURTHER, in consideration of One Dollar (\$1.00) and other good and sufficient consideration, the receipt of which is hereby acknowledged, Assignor does hereby sell, assign, and transfer unto Assignee, its successors, legal representatives, and assigns the entire right, title, and interest in and to the Inventions, the Patent Applications, the Patents, and to all future patents which may be granted therefor throughout the world, and all divisions, reissues, reexaminations, substitutions, continuations, continuations-in-part, utility conversions, and extensions thereof (collectively, "*Future Patents*"), together with all claims and causes of action, if any, of said Patents, Patent Applications, and Future Patents;

AND Assignor hereby authorizes and requests the United States Patent and Trademark Office and other patent offices throughout the world to issue any and all aforementioned patents, including Future Patents, to the Assignee, as the Assignee of the Inventions and the letters patent to be issued thereon for the sole use and behalf of the Assignee, its successors, legal representatives, and assigns.

IN WITNESS WHEREOF, Assignor has executed this Assignment, to be effective as of the close of business on the 17th day of October, 2003.

ASSIGNOR:

**INNOVATIVE COMMUNICATIONS TECHNOLOGIES,
INC.,**
a Delaware corporation



By: _____

✓ Brandon Nixon
President

ASSIGNEE:

HPLX-I, INC.,
a Delaware corporation

By: Paul Wickman

Paul Wickman
Secretary

EXHIBIT A

ASSUMED CONTRACTS

Contract of Sales of Acquisition System dated June 6, 2002 Between Supreme Headquarters and Innovative Communications Technologies, Inc.

Sales Representative Agreement Number 2001-02 between ICTI and Coral Trading Est. dated April 25, 2001

Inmarsat - M4 MES SIWF Software Licensing Agreement Between Nera SatCom As and Innovative Communications Technologies, Inc. dated February 24, 2000

Nera / ICTI Secure Interworking Function Software Inmarsat - M/B/Mini-M LES License Agreement dated June 23, 1997

Nera / ICTI Inmarsat-M MES STU-III Interworking Function Software Licensing / Development Agreement dated March 8, 1996

Nera / ICTI Inmarsat Mini-M MES Secure Interworking Function Software Licensing / Development Agreement dated December 3, 1996

Nera / ICTI Inmarsat-B MES STU-III Interworking Function Software Licensing / Development Agreement dated December 1, 1995

T&T / ICTI STU-III Interworking Function Software License Agreement dated April 5, 1995

Ottercom / ICTI Inmarsat - B MES Secure Interworking Function Software Licensing/Development Agreement dated October 23, 1996

Ottercom / ICTI Inmarsat-M4 MES Secure Interworking Function Software Licensing / Development Agreement dated February 25, 2002

Secure Relay License Agreement between Vocality International Ltd. and Innovative Communications Technologies, Inc. dated September 6, 2000

Voda / ICTI Modem Software License Agreement dated October 23, 1998

Glocom / ICTI Inmarsat M4 MES / SIWF Agreement dated February 28, 2002

Glocom / ICTI Inmarsat MES / SIWF Agreement dated June 26, 1996

Glocom / ICTI Inmarsat M4 MES/SIWF Agreement dated May 8, 2002

Technical Services Agreement Between ICTI and Equant dated June 28, 2001

Contractual Agreement No. 2000-01 between Yemen General Corp for Radio & TV and Innovative Communications Technologies, Inc. for Digital TV Earth Station dated December 7, 2000

Contract #2000-IS-01 between Islandssimi and ICTI for Ku-band Digital Earth Station dated March 1, 2000

Implementation Agreement for Ghana & Tanzania Backbone Sites between ICTI and Equant Operations Inc. dated September 30, 2002

Memorandum of Understanding between ICTI & COMTECH EFD dated September 28, 2000

Second Memorandum of Understanding between ICTI & COMTECH EFD dated June 26, 2002

Statement of Work for STU-III Interworking Function ViaSat Inmarsat-B MES Revision 1 dated August 18, 1994

Statement of Work for Secure Interworking Function CM-STS Inmarsat-B MES Revision 2 dated June 13, 1996

Statement of Work for Secure Interworking Function CM-STS Inmarsat-B MES Revision 3 dated March 13, 1997

Consent to Assignment of Statement of Work, Rev. 3 dated March 13, 1997 from California Microwave Satellite Transmission Systems to L-3

Contractor Services Agreement with IBEX commencing December 9, 2002

Confidentiality Agreement between Telemar and ICTI dated November 20, 2000

Memorandum of Understanding between ICTI & Telemar USA

Contract #2000-Teleon-01 between Teleon and ICTI for DBS-Band Integrated RF Front-End dated July 11, 2000

Confidentiality Agreement between Thrane & Thrane and ICTI dated January 5, 2001

Confidentiality Agreement between France Telecom and ICTI dated June 26, 2001

Memorandum of Understanding between ICTI and COMSAT dated August 28, 2000

Memorandum of Understanding between ICTI and Stratos dated September 18, 2000

Resolution of Remaining Issues with ICE PO between ICTI & Station 12 dated October 10, 2002

Contract N00039-00-C-3211 with Space & Naval Warfare Systems Command dated May 1, 2000

Contractor Services Agreement between HiTek solutions, Inc and ICTI dated June 10, 2002

Product Development Agreement between Intellibit Corporation and ICTI dated March 3, 1994

Supply Agreement between ICTI and Prodelin Corporation dated November 27, 1997

Memorandum of Understanding between ICTI and ViaCast Networks, Inc. dated October 9, 2000

ViaCast Networks, Inc. Equipment-Evaluation Sales Agreement dated June 14, 2000

Contractor Services Agreement between Miller Engineering Services, Inc. and ICTI dated October 2, 2000

OEM Agreement with SSE Technologies, Inc. dated August 1, 1996

Equipment Supply Agreement with SSE Technologies, Inc. dated April 11, 1997

Non-disclosure Agreement with Verstar and Station 12 BV dated May 14, 2001

Confidentiality Agreement with EF Data and Petrex dated February 10, 1999

Confidentiality and Proprietary Data Agreement between ABB Nera and ICTI dated September 3, 1993

Confidential Disclosure Agreement between Comtech Mobile Datacom Corporation and ICTI dated May, 21, 2000

Proprietary Information Agreement between Boeing Satellite Systems, Inc. and ICTI dated November 28, 2001

Non-Disclosure Agreement between AstroVision International, Inc. and ICTI dated May 14, 2002

Co-Confidential Nondisclosure Agreement between ICTI and Agilis Communication Technologies dated Marc 22, 2002

Reciprocal Confidentiality Agreement between Adaptive Broadband Corporation and ICTI dated May 31, 2000

Confidentiality Agreement between AIRIA Limited and ICTI dated October 25, 2000

Confidentiality Agreement between France Telecom and ICTI dated June 8, 2000

HiTek Solutions, Inc. Confidentiality and Nondisclosure Agreement dated September 8, 1997

Nondisclosure Agreement by and among Stratos Mobile Networks, Japan Digital Communication and Innovative Communications dated August 29, 2001

Proprietary Information Disclosure Agreement between ITT Industries, Inc. and ICTI dated May 15, 2000

Mutual Non Disclosure Agreement between Iridium Operating LLC and ICTI dated October 20, 1998

Confidentiality Agreement by and Among JBJK Corp, EMS Technologies and ICTI dated February 8, 2001

Nondisclosure Agreement by and among MCI WorldCom Network Services Inc, Empresa Brasileira de Telecomunicacoes S.A., and ICTI dated January 21, 2000

Nondisclosure Agreement between Orbita Communications Corporation and ICTI dated August 25, 1999

Mutual confidentiality Agreement between Newpoint Technologies, Inc. and ICTI dated May 14, 2001

Confidentiality and Non-Disclosure Agreement between Netverk and ICTI dated January 9, 2002

Confidentiality Agreement between NERA Satellite Services Ltd. and ICTI dated November 13, 2000

Confidentiality Agreement between Paradigm and ICTI dated October 16, 2000

Mutual Nondisclosure Agreement between Portal Software, Inc. and ICTI dated March 4, 1999

Proprietary Information Disclosure Agreement between Raytheon systems Company and ICTI dated April 9, 1998

Nondisclosure Agreement between Stratos Mobile Networks (USA) LLC and ICTI dated August 2, 2000

Nondisclosure Agreement between Titan Corporation and ICTI dated November 21, 2000

Non-Circumvention Agreement by and among Verint Systems Ltd, ICTI and ASTRACO Asia Trading dated February 6, 2002

Non-Disclosure Agreement with ASTRACO dated July 15, 2002

EXHIBIT B

LETTERS PATENT AND PATENT APPLICATIONS

System and Method for Inmarsat Capacity Expansion and Control

U.S. PTO Application No. 09/885,580

International PCT Application No. PCT/US01/19742

Diplexer/Switch with Control System Interface

U.S. PTO Application No. 09/885,580

U.S. PTO Application No. 09/252,087

International PCT Application No. PCT/US01/49145

BIT Synchronizer and Interworking System and Method

U.S. PTO Application No. 60/207,436

System and Method for a Passive Internet Cache

U.S. PTO Application No. 09/571,053

International PCT Application No. PCT/US01/15575