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PATENTS ONLY

Atty Ref/Docket No.: 1365.065US1

Patent and Trademark Office

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

1. Name of conveying party(ies):

Sunil Talwar, Dmitry Rumynin and Peter Meulemans

Additional name(s) of conveying party(ies) attached?

[] Yes [X] No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: June 29, 2004, June 29, 2004, June 29, 2004

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

Name: Arithmatica Limited

Street Address: 26A Binswood Avenue

Leamington Spa, Warwickshire CV32 5SQ United Kingdom

Additional name(s) & address(es) 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)

Serial No. 10/776,938, filed February 11, 2004

Additional numbers attached? [] Yes [X] No

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

Name: Timothy B Clise

Address:
Schwegman, Lundberg, Woessner & Kluth, P.A.
P.O. Box 2938
Minneapolis, MN 55402

6. Total number of applications and patents involved: 1

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

[] Enclosed

[X] Authorized to be charged to deposit account number 19-0743

8. Please charge any additional fees or credit any over payments to our Deposit account number: 19-0743

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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.

Timothy B Clise/Reg. No. 40,957

Name of Person Signing

Signature

Date

Total number of pages including cover sheet: 3

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ASSIGNMENT

WHEREAS, We, Sunil Talwar, residing at 26a Binswood Avenue, Leamington Spa, Warwickshire, CV32 5SQ, United Kingdom, and Dmitriy Rumynin, residing at 258 Sir Henry Parkes Road, Coventry, CV4 8GG, United Kingdom, and Peter Meulemans, residing at 1 Latham Road, Coventry, CV5 6HR, United Kingdom, made certain new and useful inventions and improvements for which we filed an application for Letters Patent of the United States on February 11, 2004, which application was assigned U.S. patent application serial number 10/776,938, and is entitled LOGIC CIRCUITS FOR PERFORMING THRESHOLD FUNCTIONS;

AND WHEREAS, Arithmatica Limited, having an office and place of business at 26A Binswood Avenue, Leamington Spa, Warwickshire, CV32 5SQ United Kingdom (hereinafter "Assignee"), is desirous of acquiring the entire right, title and interest in and to said inventions, improvements and application and in and to the Letters Patent to be obtained therefor;

NOW, THEREFORE, to all whom it may concern, be it known that for good and valuable consideration, the receipt and sufficiency whereof is hereby acknowledged, we have sold, assigned, and transferred, and by these presents do sell, assign and transfer unto said Assignee, its successors or assigns, the entire right, title and interest for all countries in and to all inventions and improvements disclosed in the aforesaid application, and in and to the said application, all divisions, continuations, continuations-in-part, or renewals thereof, all Letters Patent which may be granted there from, and all reissues or extensions of such patents, and in and to any and all applications which have been or shall be filed in any foreign countries for Letters Patent on the said inventions and improvements, including an assignment of all rights under the provisions of the International Convention, and all Letters Patent of foreign countries which may be granted there from; and we do hereby authorize and request the Commissioner of Patents and Trademarks to issue any and all United States Letters Patent for the aforesaid inventions and improvements to the said Assignee as the assignee of the entire right, title and interest in and to the same, for the use of the said Assignee, its successors and assigns.

PATENT

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AND, for the consideration aforesaid, we do hereby agree that we and our executors and legal representatives will make, execute and deliver any and all other instruments in writing including any and all further application papers, affidavits, assignments and other documents, and will communicate to said Assignee, its successors and representatives all facts known to us relating to said improvements and the history thereof and will testify in all legal proceedings and generally do all things which may be necessary or desirable more effectually to secure to and vest in said Assignee, its successors or assigns the entire right, title and interest in and to the said improvements, inventions, applications, Letters Patent, rights, titles, benefits, privileges and advantages hereby sold, assigned and conveyed, or intended so to be.

AND, furthermore, we covenant and agree with said Assignee, its successors and assigns, that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been made to others by us and that full right to convey the same as herein expressed is possessed by us.

IN TESTIMONY WHEREOF, I have hereunto set my hand this 29th day of June, 2004.

X [Signature]
Sunil Talwar

IN TESTIMONY WHEREOF, I have hereunto set my hand this 29 day of June, 2004.

X [Signature]
Dmitriy Rumynin

IN TESTIMONY WHEREOF, I have hereunto set my hand this 29 day of June, 2004.

X [Signature]
Peter Meulemans

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