

01-02-2004

1-31-92

To the Honorable Commissioner of Patents and Trad

documents or copy thereof.

102637235

1. Name of conveying party(ies):

SYNTHONICS INCORPORATED

P.O. Box 6639

Westlake Village, California 91359

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

Name: Paul Jennings and Joseph Fryzer

Address: 11661 San Vincente Blvd. Suite 1010

Los Angeles, California 90049

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

3. Nature of Conveyance:

(X) Assignment

() Merger

() Security Agreement

() Change of Name

() Other

Execution Date: December 10, 2002

Additional name(s) and address(s) 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)

5,748,199

Additional numbers attached? () Yes (X) No

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

Name: Charles Palm, President

Internal Address: Synthonics Incorporated

Street Address: P.O. Box 6639

City: Westlake Village

State: California Zip: 91359

6. Total number of applications and patents involved: [1]

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

[X] Enclosed

[] Authorized to be charged to Deposit account.

8. Deposit Account Number:

If any additional extension and/or fee is required, or, if any additional fee for claims is required.

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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.

CHARLES S. PALM

Name of Person Signing

Charles S. Palm

Signature

Dec. 18, 2003

Date

Total number of pages including cover sheet, attachments and document: [1]

ASSIGNMENT

WHEREAS SYNTHONICS INCORPORATED (the "ASSIGNOR"), is the owner of the entire right, title and interest, of the following invention (the description immediately following is hereinafter referred to as the "INVENTION"):

U.S. Patent No. 5,748,199 issued May 5, 1998

For: METHOD AND APPARATUS FOR CONVERTING A TWO DIMENSIONAL MOTION PICTURE INTO A THREE DIMENSIONAL MOTION PICTURE.

Inventors: Charles S. Palm

by virtue of an Assignment executed by the inventors,

AND WHEREAS, PAUL JENNINGS and JOSEPH FRYZER, bearing a common mailing address given as 11661 San Vicente Blvd., Suite 1010, Los Angeles, California 90049 (collectively referred to as the "ASSIGNEE") is desirous of acquiring the entire right, title and interest in and to said INVENTION from ASSIGNOR and in and to any and all Letters Patent of the United States and foreign countries which may be obtained therefor:

NOW, THEREFORE, for good and valuable consideration, the receipt for and sufficiency of which is hereby acknowledged to have occurred with an effective date of December 10, 2002, that ASSIGNOR does hereby sell, assign, transfer and set over unto said ASSIGNEE, its legal representatives, successors, and assigns, the entire right, title and interest in and to said invention as set forth in the above-mentioned application, including the right of priority and including any continuations, continuations-in-part, divisions, reissues, re-examinations or extensions thereof, and in and to any and all patents of the United States and foreign countries which may be issued for said invention:

Upon said considerations, the undersigned hereby agrees to not execute any writing or do any act whatsoever conflicting with these presents, and to, at any time upon request, without further or additional consideration but at the expense of said assignee, execute such additional assignments and other writings and do such additional acts as said assignee may deem necessary or desirable to perfect the assignee's enjoyment of this grant, and render all necessary assistance in making application for and obtaining original, divisional, continuations, continuations-in-part, reexamined, reissued, or extended Letters Patent of the United States or of any and all foreign countries on said invention, and in enforcing any rights or choses in action accruing as a result of such applications or patents, by giving testimony in any proceedings or transactions involving such applications or patents, and by executing preliminary statements and other affidavits, it being understood that the foregoing covenant and agreement shall bind and inure to the benefit of the assigns and legal representatives of assignor and assignee:

AND ASSIGNOR request the Commissioner for Patents and Trademarks to issue any Letters Patent of the United States which may be issued for said INVENTION to ASSIGNEE, its legal representatives, successors or assigns, as the sole owner of the entire right, title and interest in and to said patent and the invention covered thereby.

SYNTHONICS INCORPORATED


Signature of Officer

Printed Name: Charles S. Palm

Title: President

Date: November 6, 2003

STATE OF CALIFORNIA)
)SS:
COUNTY OF VENTURA)

On this 6 day of NOVEMBER, 2003, before me personally appeared Charles S. Palm to me known to be the person named in and who executed the above instrument, and acknowledged to me that he executed the same for the uses and purposes therein set forth.

SEAL



Mala H. Patel
Notary Public

My commission expires NOV 26, 2006