

01-29-2004

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To the Honorable Commissione

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ed original documents or copy thereof.

1. Name of conveying party(ies) **1.26-04**  
 Satoru Yukie  
 Mike Kwon  
 Craig M. Hagopian  
 Kazuhiko Shirai

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

2. Name and address of receiving party(ies)  
 Name: Axesstel, Inc.  
 Internal Address:  
 Street Address: 6305 Lusk Boulevard  
 City, State, Zip: San Diego, California 92121

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment  
 Security Agreement  
 Merger  
 Change of Name  
 Other

Execution Date(s): January 8, 2004

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: January 8, 2004

Entitled: TELEPHONY TERMINAL

A. Patent Application No.(s) 10/675,325 filed September 29, 2003

Additional numbers attached?  Yes  No

OPR/FINANCE  
JAN 26 AM 7:23

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

Name: William S. Frommer  
 Internal Address: FROMMER LAWRENCE & HAUG LLP  
 Street Address: 745 FIFTH AVENUE  
 City: NEW YORK State: N.Y. Zip: 10151

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 50-0320

8. Deposit account number: **50-0320**  
 (Attach duplicate copy of this page if paying by deposit account)

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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.

Hans R. Mahr January 23, 2004

\_\_\_\_\_  
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document 3

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**PATENT**  
**REEL: 014922 FRAME: 0436**

**ASSIGNMENT**

WHEREAS, I, as a below named inventor, residing at the address stated next to my name, am a sole inventor (if only one name is listed below) or a joint inventor (if plural names are listed below) of certain new and useful improvements in TELEPHONY TERMINAL for which application for Letters Patent of the United States of America was executed by me on the date indicated next to my name and address;

AND WHEREAS, AXESSTEL INC., a California corporation, with offices at 6305 Lusk Boulevard, San Diego, California 92121 (hereinafter referred to as ASSIGNEE) is desirous of acquiring all interest in, to and under said invention, said application disclosing the invention and in, to and under any Letters Patent or similar legal protection which may be granted therefor in the United States and in any and all foreign countries;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, I, as a sole or joint inventor as indicated below, by these presents do hereby assign, sell and transfer unto the said ASSIGNEE, its successors, assigns, and legal representatives, the entire right, title and interest in the said invention, said application, including any divisions and continuations thereof, and in and to any and all Letters Patent of the United States, and countries foreign thereto, which may be granted for said invention, and in and to any and all priority rights and/or convention rights under the International Convention for the Protection of Industrial Property, Inter-American Convention Relating to Patents, Designs and Industrial Models, and any other international agreements to which the United States of America adheres, and to any other benefits accruing or to accrue to me with respect to the filing of applications for patents or securing of patents in the United States and countries foreign thereto, and I hereby authorize and request the Commissioner of Patents to issue the said United States Letters Patent to said ASSIGNEE, as the assignee of the whole right, title and interest thereto;

And I further agree to execute all necessary or desirable and lawful future documents, including assignments in favor of ASSIGNEE or its designee, as ASSIGNEE or its successors, assigns and legal representatives may from time-to-time present to me and without further remuneration, in order to perfect title in said invention, modifications, and improvements in said invention, applications and Letters Patent of the United States and countries foreign thereto;

And I further agree to properly execute and deliver and without further remuneration, such necessary or desirable and lawful papers for application for foreign patents, for filing subdivisions of said application for patent, and or, for obtaining any reissue or reissues of any Letters patent which may be granted for my aforesaid invention, as the ASSIGNEE thereof shall hereafter require and prepare at its own expense;

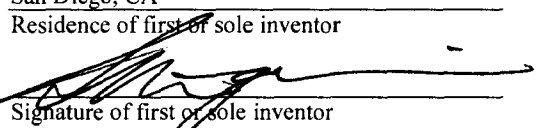
And I further agree that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said application, said invention and said Letters Patent and legal equivalents in foreign countries as may be known and accessible to me and will testify as to the same in any interference or litigation related thereto;

And I hereby covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment and sale.

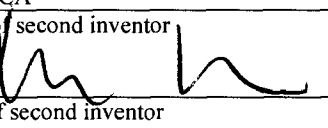
And I hereby authorize and request my attorney(s) of record in this application to insert the application number and filing date of this application in the spaces that follow: Application Number: 10/675,325, Filing Date: September 29, 2003.

This assignment executed on the dates indicated below.

Satoru Yukie  
Name of first or sole inventor  
1/7/04  
Execution date of U.S. Patent Application

San Diego, CA  
Residence of first or sole inventor  
  
Signature of first or sole inventor  
1/7/04  
Date of Assignment


Mike Kwon  
Name of second inventor  
1/08/04  
Execution date of U.S. Patent Application

San Diego, CA  
Residence of second inventor  
  
Signature of second inventor  
1/08/04  
Date of Assignment

Craig M. Hagopian  
Name of third inventor

1-8-04  
Execution date of U.S. Patent Application

San Diego, CA  
Residence of third inventor

  
Signature of third inventor

1-8-04  
Date of Assignment

Kazuhiko Shirai  
Name of fourth inventor

1/8/04  
Execution date of U.S. Patent Application

San Diego, CA  
Residence of fourth inventor

  
Signature of fourth inventor

1/8/04  
Date of Assignment