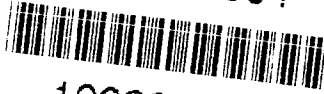


02-03-2004



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DOCKET NUMBER: SC12599TS

To the Honorable Commissioner of Patents and Trademarks: Please return this document with any comments or copy thereof.

1. Name of conveying party(ies):
 Pallab Midya
 Karen K. Hicks
 Anthony R. Schooler

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

2. Name and address of receiving party(ies)

Name: Motorola, Inc.

Internal Address: Law Department

Street Address: 1303 E. Algonquin Road

City: Schaumburg State: IL Zip: 60196-1079

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

22553 U.S. PTO
 10761158
 012004

3 Name of conveyance:

Assignment Merger

Security Agreement Change of Name

Other

Execution Date: January 14, 2004 -Midya & Schooler; January 16, 2004-Hicks

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 14, 2004 -Midya & Schooler; January 16, 2004-Hicks

A. Patent Application No.(s)

B. Patent No.(s)

1-20-04
10761158

Additional numbers attached? Yes No

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

Name: MOTOROLA, INC.

Internal Address:
MD: TX32/PL02

Street Address:
7700 W. Parmer Lane

City: Austin

State: TX Zip: 78729

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: 502117

(Attach duplicate copy of this page if paying by deposit account.)

DO NOT USE THIS SPACE

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 Buckley
 Name of Person Signing Timothy Buckley Signature 1-19-04 Date

Total number of pages including cover sheet, attachments, and documents: 4

Mail documents to be recorded with required cover sheet information to:
 Mail Stop Patent Application, Commissioner of Patents, P. O. Box 1450, Alexandria, VA 22313-1450

02/02/2004 DBYRNE 00000193 502117 10761158
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SC12599TS

PATENT
 REEL: 014931 FRAME: 0568

ASSIGNMENT AND AGREEMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, we, **PALLAB MIDYA, PALATINE, ILLINOIS; KAREN K. HICKS, AUSTIN, TEXAS; and ANTHONY R. SCHOOLER, BARTLETT, ILLINOIS**, have sold, assigned and transferred, and do hereby sell, assign and transfer, unto **MOTOROLA, INC.**, a corporation of the State of Delaware, having its principal office in Schaumburg, State of Illinois, United States of America, and its successors, assigns, and legal representatives, the entire right, title and interest for the United States of America in and to certain inventions relating to improvements in **DIGITAL RATE CONVERTER** (Docket No. **SC12599TS**), described, illustrated and claimed in an application for Letters Patent of the United States of America executed by us on the dates indicated by our signatures below, together with the entire right, title and interest in and to the application, and in and to Letters Patent which may be issued upon the application, and upon any division, extension, continuation or reissue thereof.

We hereby also sell, assign and transfer unto **MOTOROLA, INC.**, the entire right, title and interest in and to the invention and in and to applications for Letters Patent therefor in all countries foreign to the United States of America, including all rights under any and all international conventions and treaties in respect of the invention and the applications for Letters Patent in foreign countries, and we further authorize **MOTOROLA, INC.** to apply for Letters Patent in foreign countries directly in its own name, and to claim priority of the filing date of the application for Letters Patent of the United States of America under the provisions of any and all international conventions and treaties.

We hereby authorize and request the Commissioner of Patents of the United States of America to issue Letters Patent upon the aforesaid application, division, extension, continuation or reissue, to **MOTOROLA, INC.**, for the sole use and benefit of **MOTOROLA, INC.**, its successors, assigns and legal representatives, to the full end of the term for which Letters Patent may be granted, the same as they would have been held and enjoyed by me had this assignment not been made, and we hereby authorize and request the equivalent authorities in foreign countries to issue the patents of their respective countries to **MOTOROLA, INC.**

We agree that, when requested, we will, without charge to **MOTOROLA, INC.**, but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining patents for the inventions in any and all countries and for vesting title thereto in **MOTOROLA, INC.**, its successors, assigns and legal representatives or nominees.

SC12599TS

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We covenant with MOTOROLA, INC., its successors, assigns and legal representatives, that the interest and property hereby conveyed is free from all prior assignment, grant, mortgage, license or other encumbrance.

Pallab Midya
PALLAB MIDYA

DATE: 01/19/09

STATE OF ILLINOIS)
)ss
COUNTY OF COOK)

The undersigned Notary Public in and for the County and State aforesaid, do hereby certify that Pallab Midya whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that they signed, sealed and delivered the instrument as their free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and notarial seal this 14th day of January, 2004.

My commission expires: 8-20-06

Betty Gutowski
Notary Public Signature

BETTY GUTOWSKI
Printed Name of Notary Public



Karen K Hicks
KAREN K. HICKS

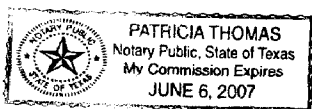
DATE: 01/16/04

STATE OF TEXAS)
)ss
COUNTY OF WILLIAMSON)

The undersigned Notary Public in and for the County and State aforesaid, do hereby certify that Karen K. Hicks whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that they signed, sealed and delivered the instrument as their free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and notarial seal this 16TH day of JANUARY, 2004.

My commission expires:



Patricia Thomas
Notary Public Signature
PATRICIA THOMAS
Printed Name of Notary Public

Anthony R. Schooler
ANTHONY R. SCHOOLER

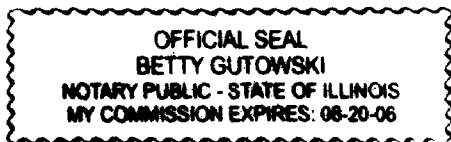
DATE: 01/14/04

STATE OF ILLINOIS)
)ss
COUNTY OF COOK)

The undersigned Notary Public in and for the County and State aforesaid, do hereby certify that Anthony R. Schooler whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that they signed, sealed and delivered the instrument as their free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and notarial seal this 14TH day of January, 2004.

My commission expires: 8-20-06



Betty Gutowski
Notary Public Signature
BETTY GUTOWSKI
Printed Name of Notary Public