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To the Honorable Commissioner of Patents

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## 1. Name of conveying party(ies):

Michael C. Kaye  
Charles J. L. Best

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

Name: In-Three, Inc.

Internal Address: \_\_\_\_\_

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

## 3. Nature of conveyance:

- ☒ Assignment ☐ Merger  
☐ Security Agreement ☐ Change of Name  
☐ Other \_\_\_\_\_

Street Address: 29229 Canwood Street, Suite 202City: Agoura Hills State: CA Zip: 91301Execution Date: January 27, 2004Additional 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)  
10/674,688

B. Patent No.(s)

Additional numbers attached? ☐ Yes ☒ No

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

Name: Peter L. Holmes, Esq.

Internal Address: \_\_\_\_\_

Street Address: Henricks, Slavin & Holmes LLP840 Apollo Street, Suite 200City: El Segundo State: CA Zip: 90245-47376. Total number of applications and patents involved: 17. Total fee (37 CFR 3.41).....\$ 40.00☒ Enclosed☐ Authorized to be charged to deposit account

## 8. Deposit account number:

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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.*Peter L. Holmes

Name of Person Signing

Signature

Feb. 21, 2004

Date

Total number of pages including cover sheet, attachments, and documents: 3

Mail documents to be recorded with required cover sheet information to:

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For: U.S. Rights and Foreign Rights  
For: U.S. Application  
By: Inventors

**ASSIGNMENT OF INVENTION**

In consideration of the payment by ASSIGNEE to ASSIGNORS of the sum of One Dollar (\$1.00), the receipt of which is hereby acknowledged, and for other good and valuable consideration,

**ASSIGNORS:**

Michael C. Kaye  
6050 Macadam Court  
Agoura Hills, CA 91301  
Nationality: US

Charles J. L. Best  
954 North Harper Avenue  
Los Angeles, CA 90046  
Nationality: US

hereby sell, assign and transfer to

**ASSIGNEE:**

In-Three, Inc.  
29229 Canwood Street, Suite 202  
Agoura Hills, California 91301  
State or Country of Formation: Nevada

and the successors, assigns and legal representatives of the ASSIGNEE the entire right, title and interest for the United States and its territorial possessions and in all foreign countries, including all rights to claim priority, in and to any and all improvements which are disclosed in the invention entitled:

Method For Minimizing Visual Artifacts Converting Two-Dimensional Motion Pictures Into Three-Dimensional Motion Pictures

and which is found in (37 C.F.R. Section 3.21) U.S. patent application executed on even date herewith and any legal equivalent thereof in a foreign country, including the right to claim priority and, in and to, all Letters Patent to be obtained for said invention by the above application or any continuation, division, renewal, or substitute thereof, and as to letters patent any reissue or re-examination thereof.

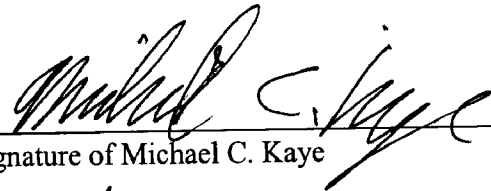
ASSIGNORS hereby covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment.

ASSIGNORS further covenant that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said invention and said Letters Patent and legal equivalents as may be known and accessible to ASSIGNORS and will testify as to the same in any interference,

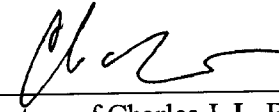
(Assignment of Invention--page 1 of 2)

litigation or proceeding related thereto and will promptly execute and deliver to ASSIGNEE or its legal representatives any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents thereof which may be necessary or desirable to carry out the purposes thereof.

Date: 1/27/04

  
\_\_\_\_\_  
Signature of Michael C. Kaye

Date: 1/27/04

  
\_\_\_\_\_  
Signature of Charles J. L. Best

(Assignment of Invention--page 2 of 2)