

03-26-2004

Form PTO-1595

RI



Docket No. D2A1240-1

102705090

To the Honorable Commissioner for Patents and Trademarks: Please record this application and its documents or copy thereof.

1. Name of Conveying party(ies): **3.19.04**
Daniel L. W. Chieng, Jack B. Andersen, Larry E. Hand

2. Name and address of receiving Party(ies)
D2Audio Corporation
7600 B Capital of Texas Highway
Suite 130
Austin, Texas 78731

17302 U.S.P.T.O.
10/805591
031904

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of name

Execution Date: **March 18, 2004**

4. Application number(s) or patent number(s): **10805591**

If this document is being filed together with a new application, the filing date of the application is: **March 19, 2004**

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name
**Law Offices of Mark L. Berrier
1250 Capital of Texas Highway South
Building II, Suite 216
Austin, Texas 78746**

6. Total number of Applications and patents involved:

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

8. Enclosed is a check

9. Authorized to charge or any underpayment of fee to deposit account No.
A duplicate copy of this page is attached.

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.

Mark L. Berrier

3/19/04
Date

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

03/24/2004 MBELETE1 00000050 10805591

03 FC:8021

40.00 DP

ASSIGNMENT

This Assignment is made by
Daniel L. W. Chieng of Austin, Texas,
Jack B. Andersen of Austin, Texas, and
Larry E. Hand of Meridian, Mississippi,
(collectively, "Assignors").

WHEREAS, Assignors have invented a new and useful invention entitled "**SRC with Dual Input Rate Estimator Counters for Automatic Second Sample Rate Detection**", for which an application for United States Patent is made, said application being submitted concurrently herewith; and

WHEREAS, Assignors believe themselves to be the first and original inventors of the invention, including any and all improvements disclosed in said application ("Invention"); and

WHEREAS, the parties desire to have a recordable instrument assigning the entire right, title and interest in and to said Invention, said application, any divisional, continuation, continuation-in-part, re-examination, reissue or other applications ("Applications") claiming said Invention, and any patents, invention registrations or other forms of protection ("Patents") that may be granted for said Invention, in the United States and throughout the world;

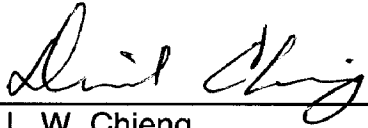
NOW, THEREFORE, in accordance with the obligations to assign the Invention and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignors hereby sell, assign, and transfer to **D2Audio Corporation**, having a principal business address at 7600 B Capital of Texas Highway, Suite 130, Austin, Texas 78731 (hereinafter referred to as "Assignee"), the entire right, title, and interest in and to said Invention, said Applications and said Patents, including the right to file foreign applications directly in the name of the Assignee and to claim for any such foreign applications any priority rights to which such applications are entitled under international conventions, treaties, or otherwise.

Assignors agree that, upon request and without further compensation, but at no expense to Assignors, Assignors and/or their legal representatives and assigns will do all lawful acts, including the execution of papers and the giving of testimony, that may be necessary or desirable for obtaining, sustaining, reissuing, or enforcing the Patents in the United States and throughout the world for said Invention, and for perfecting, recording, or maintaining the title of Assignee, its successors and assigns, to said Invention, said application, and any Patents granted for said Invention in the United States and throughout the world.


Assignors represent and warrant that they have not granted and will not grant to others any rights inconsistent with the rights granted herein.

Assignors authorize and request the Commissioner for Patents of the United States and of all foreign countries to issue any Patents granted for said Invention to Assignee, its successors and assigns, as the assignee of the entire right, title, and interest in and to said Invention.

IN WITNESS WHEREOF, Assignors have executed this Assignment on the date provided below.

Signature: 
Daniel L. W. Chieng

Date: 3-18-04

Signature: 
Jack B. Andersen

Date: 3/18/04

Signature: _____
Larry E. Hand

Date: _____

IN WITNESS WHEREOF, Assignors have executed this Assignment on the date provided below.

Signature: _____
Daniel L. W. Chieng

Date: _____

Signature: _____
Jack B. Andersen

Date: _____

Signature: Larry E. Hand
Larry E. Hand

Date: 3/18/04