

AUTO-002

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<p>1. Name of conveying party(ies): Unreal Pictures</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>August 29, 2004</u></p>	<p>2. Name and address of receiving party(ies): Name <u>AUTODESK, INC.</u> Internal Address: _____ _____ _____ Street Address <u>111 MCINNIS PARKWAY</u> _____ City: <u>SAN RAFAEL</u> State: <u>CA</u> Zip: <u>94903</u></p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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4. Application number(s) or registration number(s):
If this document is being filed together with a new application, the execution date of the application is:

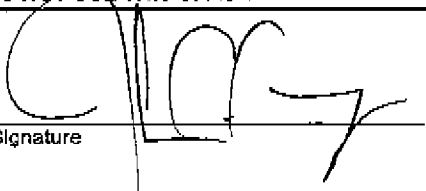
<p>A. Patent Application No.(s)</p>	<p>B. Patent No.(s) 5,594,856 5,731,821 6,144,385</p>
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Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>JOHN C. CAREY</u> <u>MOSEY PATTERSON & SHERIDAN LLP</u> Internal Address: _____ Street Address: <u>3040 POST OAK BOULEVARD, SUITE 1500</u> _____ City: <u>HOUSTON</u> State: <u>TX</u> Zip: <u>77056-6582</u></p>	<p>6. Total number of applications and patents involved: <u>1</u></p> <p>7. Total fee (37 C.F.R. 3.41) _____ \$ <u>120</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>20-0782/AUTO-002</u></p> <p>(Attach duplicate copy of this page if paying by deposit account number)</p>
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Name of Person Signing


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PATENT ASSIGNMENT

This Patent Assignment, dated as of August ~~29~~ 2004 is made by Unreal Pictures, a California corporation having a place of business at c/o Autodesk, Inc., 111 McInnis Parkway, San Rafael, CA 94903 (hereinafter referred to as "Assignor"), in favor of Autodesk, Inc., a Delaware corporation having a place of business at 111 McInnis Parkway, San Rafael, CA 94903 (hereinafter referred to as "Assignee").

WHEREAS, Assignor is the owner of the patent(s) and/or patent application(s) identified on Schedule A attached hereto (the "Patents"); and

WHEREAS, Assignee is desirous of acquiring the Patents.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, transfers, conveys, and assigns unto Assignee, its lawful successors and assigns, Assignor's entire right, title and interest in and to the Patents and all accrued causes of action for damages for infringement thereof, in the United States and all jurisdictions outside the United States, including the right to apply for letters patent based on said Patents, and including all divisions, continuations, continuations-in-part, renewals, reexaminations, reissues, and extensions thereof, any other applications or patents claiming priority from said Patents, and any and all letters patent that may issue on any of the foregoing, to be held and enjoyed by Assignee as fully and entirely as the same would have been held and enjoyed by Assignor if this assignment had not been made. Assignor further agrees, without further consideration, to take such further action and to execute such further assignments and other lawful documents as Assignee may reasonably request to effectuate fully this Assignment.

IN WITNESS WHEREOF, Assignor has caused this Patent Assignment to be executed by its proper and duly authorized officer, as of the date first above written.

ASSIGNOR:

UNREAL PICTURES

By: 
Name: Michael Girard
Title: Chief Executive Officer

SCHEDULE A**ISSUED PATENTS**

Country	Patent No.	Grant Date	Title	Inventors
U.S.	5,594,856	01/14/1997	Computer User Interface for Step-Driven Character Animation	Girard, Michael
U.S.	5,731,821	03/24/1998	Computer User Interface for Step-Driven Character Animation	Girard, Michael
U.S.	6,144,385	11/07/2000	Step-Driven Character Animation Derived from Animation Data without Footstep Information	Girard, Michael

CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

State of California
County of Santa Clara

On September 2, 2004 before me, Karen Choy Singer, Notary Public,
Date

personally appeared Michael Girard
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Notary Seal

WITNESS my hand and official seal.
Karen Choy Singer
Notary Signature

OPTIONAL

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Description of Attached Document

Title or Type of Document: Patent Assignment

Document Date: August 29, 2004 Number of Pages: 2 (two)

Signer(s) Other Than Named Above: NONE

Capacity(ies) Claimed by Signer(s)

Signer Name(s): Michael Girard

- Individual
- Corporate Officer
Title(s): _____
- Partner – Limited General
- Attorney-in-fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer is Representing: _____