

RECORDATION FORM COVER SHEET

PATENTS

05-25-2004

HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS WASHINGTON, D.C. 20231

5/21/04



102752317

SIR:

PLEASE RECORD THE ATTACHED ORIGINAL DOCUMENT(S) OR COPY(IES) THEREOF.

1. NAME OF CONVEYING PARTY(IES)

Hae-Seung Lee, Keith Glen Fife & Lane G. Brooks

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

2. NAME(S) AND ADDRESS(ES) OF RECEIVING PARTY(IES)

SMaL Camera Technologies 10 Wilson Road, 3rd Floor Cambridge, MA 02138-1128

Additional name(s) of receiving party(ies) attached? No

3. NATURE OF CONVEYANCE

- X Assignment
Security Agreement
Merger
Change of Name
Other

Execution Date: 5/14/04 & 5/17/04

OFFICE OF PROVISIONAL RECORDS 2004 MAY 21 AM 8:54 FINANCE SECTION

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): 10/751,562

B. Patent No(s):

C. Issue Batch No.:

D. Issue Date:

Additional numbers attached? No.

5. NAME AND ADDRESS OF PARTY TO WHOM CORRESPONDENCE CONCERNING DOCUMENT SHOULD BE DIRECTED:

Matthew E. Connors Gauthier & Connors LLP 225 Franklin Street, Suite 3300 Boston, Massachusetts 02110 (617) 426-9180, Extension: 112

6. TOTAL NUMBER OF APPLICATIONS AND PATENTS INVOLVED: 1

7. TOTAL FEE DUE: \$40.00 (Enclosed)

If any additional fee(s) are due, the Commissioner is hereby authorized to charge the Deposit Order Account noted in item 8.

8. DEPOSIT ACCOUNT NUMBER: 19-0079

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.

Matthew E. Connors Name of Person Signing

Matthew E. Connors Signature

5/19/04 Date

I hereby certify that this paper (along with any paper referred to as being attached or enclosed) is being deposited with the United States Postal Service on the date shown below with sufficient postage addressed to the Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office, P.O. Box 1450 Alexandria, VA 22313-1450

Date: 5/19/04

Deborah M. Costello Signature

05/24/2004 METACHE 00000054 10751562

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ASSIGNMENT

Know all men by these presents that:

WHEREAS we, Hae-Seung Lee
 63 Notre Dame Road
 Bedford, MA 01730

 and

 Keith Glen Fife
 71 Barnes Court, Apt. C
 Stanford, CA 94305

 and

 Lane G. Brooks
 24 Rosedale Road
 Watertown, MA 02472

have made an invention for

**PRECISE CMOS IMAGER TRANSFER FUNCTION CONTROL FOR EXPANDED
DYNAMIC RANGE IMAGING USING VARIABLE-HEIGHT MULTIPLE RESET PULSES**

described in the application filed with the United States Patent and Trademark Office on January 5, 2004 as Serial No. 10/751,562 which claims priority under 35 USC §119(e) from United States Provisional Patent Application Serial No. 60/438,683 filed January 8, 2003; and

WHEREAS SmaL Camera Technologies a corporation duly organized and existing under the laws of Massachusetts and having a place of business at 10 Wilson Road, 3rd Floor, Cambridge, MA 02138-1128, for the benefit of itself, its successors and assigns, all inclusively hereinafter referred to as the Assignee, is desirous of acquiring the entire right, title and interest in and to the said invention, the said application, all inventions disclosed in said application and any and all Letters Patent of the United States and of all other countries which may be granted for the said invention or inventions, or any of them;

NOW, THEREFORE, for good and valuable consideration provided by said Assignee, the receipt whereof is hereby acknowledged, we do hereby sell, assign and transfer to the said Assignee the entire right, title and interest in and to the said invention, inventions and application, including all priority rights arising therefrom, all inventions disclosed in said application, and any and all Letters Patent of the United States, and of all other countries, together with the right to apply for such Letters Patent, which may be granted for the said invention, inventions or any of them,

TO HAVE, HOLD AND ENJOY the said invention, the said application, and the said Letters Patent, to said

SMaL Camera Technologies

its successors and assigns, to its and their own use and behoof to the full end of the term or terms for which the said Letters Patent may be granted, as fully and entirely as the same would have been held and enjoyed by us had this assignment and sale not been made.

AND we hereby authorize and request the Commissioner of Patents of the United States and the appropriate officers of all foreign patent offices to issue any and all Letters Patent which may be granted on the said application or applications above referred to, or for the said invention, or any of them, to the said Assignee in accordance with the terms of this instrument.

AND we hereby agree to execute and sign without further consideration any other legal document and any other assignments and any divisional, continuing, renewal, reissue or other application in and for all patents that may be appropriate and may be deemed necessary by the Assignee fully to secure to said Assignee its interests as aforesaid in and to the said invention or any part thereof and in and to the said patents or any of them.


AND we further covenant and agree that we will at any time upon request communicate to the said Assignee, its successors, assigns or other legal representatives, any facts known to us relating to the said invention and any patent that may be granted thereon, and will testify as to the same in any interference or litigation when requested to do so.

AND we hereby covenant for ourselves and our legal representatives that we have not hitherto assigned or granted any license to make, use or sell said invention, and that we will not henceforth purport to assign, license or execute any instrument to that effect in conflict with this assignment.

5/17/04
Date


HAE SEUNG LEE

5/14/04
Date


KEITH GLEN FIFE

5/14/04
Date


LANE G. BROOKS