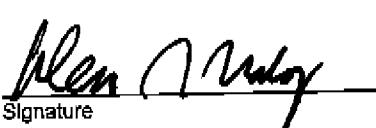


**RECORDATION FORM COVER SHEET  
PATENTS ONLY**

Commissioner for Patents: Please record the attached original document(s) or copy(ies).	
1. Name of conveying party(ies): <b>Wayne Andrews and Jerry Gechter</b> Additional name(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies): <b>Onstate 201 Tower Rd. Lincoln, MA 01773</b>  Additional names/addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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:  Execution Date: <b>8/2/04; 8/16/04</b>	
4. Application number(s) or patent number(s): If this document is being filed with a new application, the execution date of the application is: A. Patent Application No(s): <b>10/436,546</b> B: Patent No(s):  Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5. Name/address of party to whom correspondence concerning document should be mailed: <b>DENIS G. MALONEY Fish &amp; Richardson P.C. 225 Franklin Street Boston, MA 02110-2804</b>	6. Total number of applications/patents involved: <b>1</b> 7. Total fee (37 CFR §3.41): <b>\$40</b> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to charge Deposit Account. 8. Deposit Account No.: <b>06-1050</b> Please apply any additional charges, or any credits, to our Deposit Account No. 06-1050.
<b>DO NOT USE THIS SPACE</b>	
9. Statement and Signature: <i>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.</i>	
Denis G. Maloney Reg. No. 29,670 Name of Person Signing	 Signature  Date <b>1/5/05</b>
Total number of pages including coversheet, attachments and document: <b>4</b>	

21004352.doc

**CERTIFICATE OF TRANSMISSION BY FACSIMILE**

I hereby certify that this correspondence is being transmitted by facsimile to the Patent and Trademark Office on the date indicated below.

**January 5, 2005**  
Date of Transmission  
Signature**Marie Collins**  
Typed Name of Person Signing Certificate

700143067

**PATENT**  
**REEL: 015540 FRAME: 0232**

CH \$40.00 061050 10436546

Attorney Docket No: 15847-002001

ASSIGNMENT

For valuable consideration, we, Wayne Andrews of Naples, FL and Jerry Gechter of Lincoln, MA hereby assign to: Onstate, a corporation of Delaware having a place of business at:  
201 Tower Rd.  
Lincoln, MA 01773; and

its successors and assigns (collectively hereinafter called "the Assignee"), the entire right, title and interest throughout the world in the inventions and improvements which are subject of an application for United States Patent signed by us, entitled UNIVERSAL STATE-AWARE COMMUNICATIONS, filed May 12, 2003, and assigned U.S. Serial Number 10/436,546, and we authorize and request the attorneys appointed in said application to hereafter complete this assignment by inserting above the filing date and serial number of said application when known; this assignment including said application, any and all United States and foreign patents, utility models, and design registrations granted for any of said inventions or improvements, and the right to claim priority based on the filing date of said application under the International Convention for the Protection of Industrial Property, the Patent Cooperation Treaty, the European Patent Convention, and all other treaties of like purposes; and we authorize the Assignee to apply in all countries in our name or in its own name for patents, utility models, design registrations and like rights of exclusion and for inventors' certificates for said inventions and improvements; and we agree for ourselves and our respective heirs, legal representatives and assigns, without further compensation to perform such lawful acts and to sign such further applications, assignments, Preliminary Statements and other lawful documents as the Assignee may reasonably request to effectuate fully this assignment.

Attorney Docket No: 15847-002001

IN WITNESS WHEREOF, I hereto set my hand and seal at 9960 Upper Mesa Trail  
this 16<sup>th</sup> day of AUGUST, 2004<sup>4</sup>th.

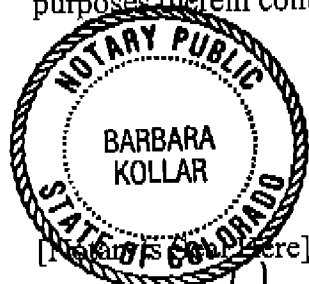
Wayne Andrews L.S.  
WAYNE ANDREWS

State of Colorado :

: ss.

County of Summit :

Before me this 16<sup>th</sup> day of AUGUST, 2004<sup>4</sup>th, personally appeared  
WAYNE ANDREWS known to me to be the person whose name is subscribed to the foregoing  
Assignment and acknowledged that he executed the same as his free act and deed for the  
purposes therein contained.

My Comm. Expires 3/10/07Barbara Kollar

Notary Public

My Commission Expires: 3/10/2004

Attorney Docket No: 15847-002001

IN WITNESS WHEREOF, I hereto set my hand and seal at Lynch,  
this 2nd day of August, 2004.

Jerry Gechter L.S.  
JERRY GECHTER

State of Massachusetts:

: SS.

County of Madison:

Before me this 2nd day of August, 2004, personally appeared  
JERRY GECHTER known to me to be the person whose name is subscribed to the foregoing  
Assignment and acknowledged that he executed the same as his free act and deed for the  
purposes therein contained.

Jerry Gechter personally appeared  
before me, and proved his/her identification through satisfactory evidence,  
which were MA LIC 547745062 and  
acknowledged he/she signed the foregoing instrument voluntarily for its stated  
purpose on this 2nd day of August, 2004.

Notary Signature

Notary Public

My Commission Expires:

[Notary's Seal Here]



LATHA SWAMY  
Notary Public  
Commonwealth of Massachusetts  
My Commission Expires  
December 10, 2015

20692423.doc