<table>
<thead>
<tr>
<th><strong>To the Honorable Director of the United States Patent and Trademark Office:</strong> Please record the attached original.</th>
<th><strong>To:</strong> 102794413</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>1. Name of conveying party(ies):</strong></td>
<td><strong>2. Name and address of receiving party(ies):</strong></td>
</tr>
<tr>
<td>MARGARET PAIGE SMITH</td>
<td>Thomson Licensing S.A.</td>
</tr>
<tr>
<td>LISA RENE JOHNSON</td>
<td>Street Address: 46 Qual A. Le Gallo</td>
</tr>
<tr>
<td>SIN HUI CHEAH</td>
<td>92648 Boulogne Cedex, France</td>
</tr>
<tr>
<td>Additional name(s) of conveying party(ies) appended:</td>
<td>X No</td>
</tr>
<tr>
<td>X Assignment</td>
<td>Internal Address:</td>
</tr>
<tr>
<td></td>
<td></td>
</tr>
<tr>
<td>3. Nature of conveyance:</td>
<td>additional name(s) &amp; address(es) appended:</td>
</tr>
<tr>
<td>X Assignment</td>
<td>X No</td>
</tr>
<tr>
<td>Security Agreement</td>
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<tr>
<td>Change of Name</td>
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<tr>
<td>Other</td>
<td></td>
</tr>
<tr>
<td>Execution Date July 1 and 8, 2002, respectively</td>
<td>Additional numbers attached?</td>
</tr>
<tr>
<td></td>
<td>Yes No X</td>
</tr>
<tr>
<td>4. Application number(s) or patent number(s):</td>
<td>10489211</td>
</tr>
<tr>
<td>If this document is being filed together with a new application, the execution date of the application is:</td>
<td>3-10-04</td>
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<tr>
<td>PCT/US02/20365</td>
<td></td>
</tr>
<tr>
<td>5. Name and address of party to whom correspondence concerning document should be mailed:</td>
<td>6. Total number of applications and patents involved: 1</td>
</tr>
<tr>
<td>Name: JOSEPH S. TRIPOLI</td>
<td></td>
</tr>
<tr>
<td>Internal Address: PATENT OPERATIONS</td>
<td>7. Total Fee (37 CFR 3.41):</td>
</tr>
<tr>
<td>THOMSON LICENSING INC.</td>
<td>$40.00</td>
</tr>
<tr>
<td>Street Address: P. O. Box 5312</td>
<td>Enclosed</td>
</tr>
<tr>
<td>City: PRINCETON State: NEW JERSEY Zip: 08543-5312</td>
<td>X Authorized to be charged to deposit account</td>
</tr>
<tr>
<td><strong>DO NOT USE THIS SPACE</strong></td>
<td>8. Deposit account number:</td>
</tr>
<tr>
<td></td>
<td>07-0832</td>
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PAUL P. KIEL
Name of Person Signing

Signature - Registration No. 40,677 3/10/04 Date

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PATENT
REEL: 015567 FRAME: 0524
ASSIGNMENT AND AGREEMENT

I hereby declare that I am the sole inventor (if only one inventor is named below) or one of THREE joint inventors (if plural inventors are named below) of the Inventions relating to

METHOD AND APPARATUS FOR AUTOMATIC EQUALIZATION MODE ACTIVATION

and described in Docket No PU010203 and the corresponding International Patent Cooperation Treaty Application for patent about to be filed or later filed by said corporation naming me/us/us inventor(s).

For valuable consideration received, I hereby sell, assign and transfer to THOMSON LICENSING S.A., a corporation duly organized and existing under the laws of the country of France, its successors, and assigns my entire right, title and interest, for all countries in and to said Inventions and application, and all the rights and privileges under any and all Patents that may be granted therefor, and any divisions, continuations, reissues and extensions thereof.

I agree that, when requested, I will, without charge to said corporation but at its expense, sign all papers, take all rightful oaths, make all rightful declarations and do all acts which may be necessary, desirable or convenient for securing and maintaining patents or other forms of protection for said inventions in any and all countries and for vesting title thereto in said corporation, its successors, assigns or nominees.

I agree that I will communicate to said corporation or its representatives any facts known to me respecting said inventions and when requested by said corporation and at its expense will testify in any legal proceedings, and generally do everything possible to aid said corporation, its successors, assigns and legal representatives or nominees, to obtain or enforce proper protection for said inventions in any and all countries.

I authorize and empower said corporation, its successors, assigns or nominees, to make application for patent or other form of protection for said inventions in its or their own name, or in my/our name, in any and all countries and to invoke and claim for any application for patent or other form of protection for said inventions filed by it or them, the benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may hereafter be substituted for it, and to invoke and claim such right of priority without further written or oral authorization from me.

I hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any assignment, consent to file or like document which may be required in any country for any purpose and more particularly in proof of the right of said corporation or its successors, assigns or nominees to apply for patent or other proper protection for said inventions, and to claim the foregoing benefits of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may hereafter be substituted for it.

I covenant with THOMSON LICENSING S.A., its successors, assigns, legal representatives, and nominees, that to the best of my knowledge the right, title and interest herein conveyed by me are free and clear of any encumbrance, and that I have full right to convey the same as herein expressed.

Signed at Indianapolis, Indiana
Inventor (1) Margaret Paige Smith
Post Office Address 9545 N. College Avenue, Indianapolis, Indiana 46340, U.S.A.
1st Witness Elizabeth Ann Jackson
2nd Witness Christine Antoinette Downs

Signed at Indianapolis, Indiana
Inventor (2) Lisa Renee Johnson
Post Office Address 9109 Dew Circle, Indianapolis, Indiana 46260, U.S.A.
1st Witness Elizabeth Ann Jackson
2nd Witness Christine Antoinette Downs

Signed at Indianapolis, Indiana
Inventor (3) Sin Hui Cheah
Post Office Address 14648 Brahms Drive, Indianapolis, Indiana 46220, U.S.A.
1st Witness Elizabeth Ann Jackson
2nd Witness Christine Antoinette Downs

Signed at

Date
Margaret Paige Smith
July 9, 2002
Elizabeth Ann Jackson
July 1, 2002
Christine Antoinette Downs
S. Hui Cheah

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