

3/25/05

FORM PTO-1594

04-07-2005

SHEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Atty. Docket #: 34-003



To the Honorable Commissioner of Patents and Trademarks 102974815

with the attached original documents or copy thereof.

1. Name of conveying party(ies):
1) William Martin Snelgrove
2) Kelly Mekechuk
3) David Kelly
Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies):
Name: Prophesi Technologies, Inc.
Internal Address:
Street Address: 110 Wild Basin Road, Suite 100
City: Austin State: TX ZIP: 78746
Additional name(s) & address(es) attached? [] Yes [X] No

112963 U.S. PTO 11/089834 032505

3. Nature of conveyance:
[X] Assignment [] Merger
[] Security Agreement [] Change of Name
[] Other
Execution Date: 1) 3/24/05 2) 3/24/05 3) 3/24/05

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: 1) 3/24/05 2) 3/24/05 3) 3/24/05
A. Patent Application No.(s):
B. Patent No.(s):
C. Attorney Docket Number: 34-003
03/29/2005 SHINASS1 00000039 11089834
Additional numbers attached? [] Yes [X] No

01 FC 5021

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Law Office of Charles W. Bethards, LLP
Internal Address:
Street Address: P.O. Box 1622
City: Colleyville State: TX ZIP: 76034

6. Total number of applications and patents involved: []
7. Total fee (37 CFR 3.41) \$ 40.00
[X] Enclosed - credit card authorization
[] Authorized to be charged to deposit account
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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.
Charles W. Bethards 36,453
Name of Person Signing Reg. No. Signature Date 3/25/05

Total number of pages including cover sheet, attachments, and document: 3

OMB No. 0651-0011 (exp. 4/94)

Express Mail Label No. EV662465646US

PATENT REEL: 016421 FRAME: 0040

ASSIGNMENT OF APPLICATION

Attorney Docket No. 34-003

For good and valuable consideration, the receipt of which is hereby acknowledged, we, **William Martin Snelgrove** of 118 Euclid Ave. Toronto, ON, Canada M6J2J9; **Kelly Mekechuk** of 800 W. 38th Street #12105 Austin, TX 78705; **David Kelly** of 601 Brooks Hollow, Austin, TX 78734; have sold, assigned and transferred, and do hereby sell, assign and transfer unto **Prophesi Technologies, Inc.**, a corporation of the State of Texas, having its principal office in **Austin, Texas**, United States of America, and its successors, assigns, and legal representatives, (Hereinafter ASSIGNEE) the entire right, title and interest for the United States of America in and to certain inventions relating to improvements in **RADIO FREQUENCY POWER AMPLIFIER AND CORRESPONDING METHOD**, described, illustrated and claimed in an application for Letters Patent of the United States of America executed by us on or about March 24, 2005, together with the entire right, title and interest in and to said application, and in and to Letters Patent which may be issued upon said application, and upon any division, extension, continuation, or reissue thereof.

We hereby also sell, assign and transfer unto the said ASSIGNEE, the entire right, title and interest in and to said invention and in and to applications for Letters Patent therefore in all countries foreign to the United States of America, including all rights under any and all international conventions and treaties in respect of said inventions and said applications for Letters Patent in foreign countries, and we further authorize the said ASSIGNEE to apply for Letters Patent in foreign countries directly in its own name, and to claim the priority of the filing date of the said application for Letters Patent of the United States of America under the provisions of any and all international conventions and treaties.

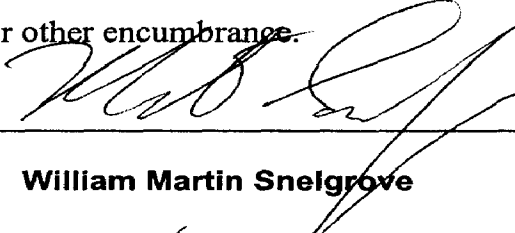
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PATENT
1 REEL: 016421 FRAME: 0041

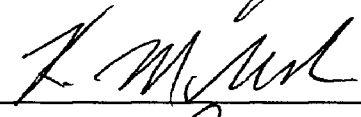
We hereby authorize and request the Commissioner of Patents and Trademarks of the United States of America to issue Letters Patent upon the aforesaid application, division, extension, continuation or reissue, to the said ASSIGNEE, for the sole use and behalf of said ASSIGNEE, its successors, assigns and legal representatives, to the full end of the term for which said Letters Patent may be granted, the same as they would have been held and enjoyed by us had this assignment not been made, and we hereby authorize and request the equivalent authorities in foreign countries to issue the patents of their respective countries to the said ASSIGNEE.

We agree that, when requested, we will, without charge to said ASSIGNEE, but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining patents for said inventions in any and all countries and for vesting title thereto in said ASSIGNEE, its successors, assigns and legal representatives or nominees.

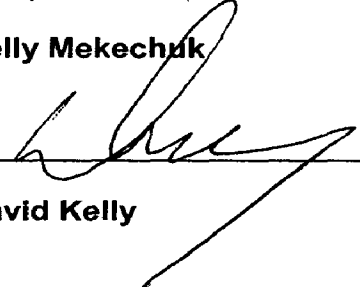
We covenant with said ASSIGNEE, its successors, assigns and legal representatives, that the interest and property hereby conveyed is free from all prior assignment, grant, mortgage, license or other encumbrance.


2005 March 25

William Martin Snelgrove **Date**


MARCH 24/2005

Kelly Mekechuk **Date**


24 MAR 2005

David Kelly **Date**