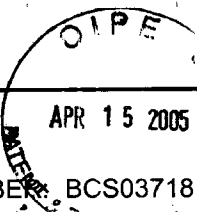


4/15/05



04-20-2005

APR 15 2005

RECOR



DOCKET NUMBER: BCS03718

102985270

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
 Christopher G. Franck
 Jeffrey R. Beasley
 Matthew M. Julian

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

2. Name and address of receiving party(ies)
 Name: General Instrument Corporation
 Internal Address: Law Department

Street Address: 101 Tournament Drive

City: Horsham State: PA Zip: 19044

Additional name(s) & address(es) attached? Yes No

3 Name of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: 3/15/05 and 3/17/05

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 _____.

A. Patent Application No.(s) 29/224,518

B. Patent No.(s)

Additional numbers attached? Yes No

6. Total number of applications and patents involved:

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: MOTOROLA, INC.

Internal Address:

Street Address:
101 Tournament Drive

City: Horsham

State: PA Zip: 19044

7. Total fee (37 CFR 3.41) \$40.00

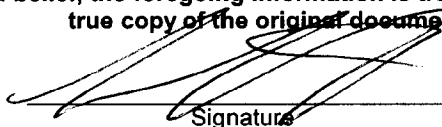
Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 502117, MOTOROLA, INC.

(Attach duplicate copy of this page if paying by deposit account.)

DO NOT USE THIS SPACE

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.

Esteban A. Rockett
 Name of Person Signing  Signature

12- April -2005 Date

Total number of pages including cover sheet, attachments, and documents:

Mail documents to be recorded with required cover sheet information to: Mail Stop Patent Application, Commissioner of Patents, P. O. Box 1450, Alexandria, VA 22313-1450

(04/19/2005 DBYRNE 00000256 502117 29224518)
 01 FC:8021 40.00 DA

Docket No. BCS03718

PATENT REEL: 016462 FRAME: 0644

ASSIGNMENT AND AGREEMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, we, **Christopher G. Franck, Decatur, Georgia; Jeffery R. Beasley, Suwanee, Georgia; Matthew M. Julian, Sunrise, Florida**, have sold, assigned and transferred, and do hereby sell, assign and transfer, unto **GENERAL INSTRUMENT CORPORATION**, a corporation of the State of Delaware, having its principal office in Horsham, State of Pennsylvania, United States of America, and its successors, assigns, and legal representatives, the entire right, title and interest for the United States of America in and to certain inventions relating to improvements in **TELEPHONE HANDSET** (Docket No. **BCS03718**) described, illustrated and claimed in an application for Letters Patent of the United States of America executed by us on the dates indicated by our signatures below, together with the entire right, title and interest in and to the application, and in and to Letters Patent which may be issued upon the application, and upon any division, extension, continuation or reissue thereof.

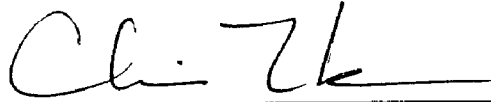
We hereby also sell, assign and transfer unto **GENERAL INSTRUMENT CORPORATION**, the entire right, title and interest in and to the invention and in and to applications for Letters Patent therefor in all countries foreign to the United States of America, including all rights under any and all international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

We hereby authorize and request the Commissioner of Patents of the United States of America to issue Letters Patent upon the aforesaid application, division, extension, continuation or reissue, to **GENERAL INSTRUMENT CORPORATION**, for the sole use and benefit of **GENERAL INSTRUMENT CORPORATION**, its successors, assigns and legal representatives, to the full end of the term for which Letters Patent may be granted, the same as they would have been held and enjoyed by me had this assignment not been made, and we

herby authorize and request the equivalent authorities in foreign countries to issue the patents of their respective countries to GENERAL INSTRUMENT CORPORATION

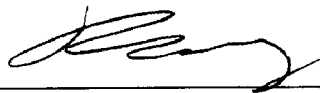
We agree that, when requested, we will, without charge to GENERAL INSTRUMENT CORPORATION, but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining patents for the inventions in any and all countries and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

We covenant with GENERAL INSTRUMENT CORPORATION, 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.



Christopher G. Franck

DATE: 3/15/2005

Witness: 

Signature

3/15/2005

Date

Witness: Thomas W. Usrey

Printed


Jeffery R. Beasley

DATE: 3/15/2005

Witness: 

Signature

3/15/2005

Date

Witness: Thomas W. Usrey

Printed

Matthew M. Julian

Matthew M. Julian

DATE: 3-17-05

Witness:

Scott H. Richards
Signature

3.17.05

Date

Witness:

Scott H. Richards
Printed