

ASSIGNMENT OF PATENT APPLICATION

(Accompanying Application)

Whereas I/we the undersigned inventor(s) have invented certain new and useful improvements as set forth in the patent application entitled:

RECEIVER ADC CLOCK DELAY BASED ON ECHO SIGNALS

(Atty. Docket No.: Teranetics-1011-1-US) for which I (we) have executed an application for a United States Letters Patent.

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, I/We the undersigned inventor(s) hereby:

1) Sell(s), assign(s) and transfer(s) to TERANETICS, INC. a Delaware corporation having a place of business at 2953 Bunker Hill Lane, Suite 204, Santa Clara, CA 95054 (hereinafter referred to as "ASSIGNEE"), the entire right title and interest in any and all improvements and inventions disclosed in, application(s) based upon, and Patent(s) (including foreign patents) granted upon the information which is disclosed in the above referenced application.

2) Authorize and request the Commissioner of Patents to issue any and all Letters Patents resulting from said application or any division(s), continuation(s), substitutes(s) or reissue(s) thereof to the ASSIGNEE.

3) Agree to execute all papers and documents and, entirely at the ASSIGNEE's expense, perform any acts which are reasonably necessary in connection with the prosecution of said application, as well as any derivative and applications thereof, foreign applications based thereon, and/or the enforcement of patents resulting from such applications.

4) Agree that the terms, covenants and conditions of this assignment shall inure to the benefit of the Assignee, its successors, assigns and other legal representative, and shall be binding upon the inventor(s), as well as the inventor's heirs, legal representatives and assigns.

5) Warrant and represent that I/we have not entered, and will not enter into any assignment, contract, or understanding that conflicts with this assignment.

6) Declare:

That the instant Patent Application is based upon an invention conceived and reduced to practice in whole during the course of my responsibilities at TERANETICS INCORPORATED (TI).

- a) No more than incidental use of resources other than TI resources was used in the conception or reduction to practice of the invention.
- b) No part of the conception or reduction to practice of the invention was based upon work performed for any other entity (Corporation or University).

- c) Assigning this invention to TI is not in conflict with any previously existing contractual obligation with any other entity (Corporation or University).
- d) No information defined as confidential or proprietary by any non- TI entity (Corporation or University) was used in the conception or reduction to practice of the invention.

Signed on the date(s) indicated beside my (our) signature(s).

1. **Inventor Signature:** Sandeep Gupta **Date:** August 17th, 2005
 SANDEEP KUMAR GUPTA

State of California)
)
 County of _____) ss.

On this _____ day of _____, in the year 2004, before me, _____, Notary Public, personally appeared SANDEEP KUMAR GUPTA, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her authorized capacity(ies), and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Notary Signature _____

2. **Inventor Signature:** Jose Tellado **Date:** Aug 17, 2005
 JOSE TELLADO

State of California)
)
 County of _____) ss.

On this _____ day of _____, in the year 2004, before me, _____, Notary Public, personally appeared JOSE TELLADO, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her authorized capacity(ies), and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Notary Signature _____