



**ASSIGNMENT AND AGREEMENT**

For value received, I, Robert S. Cahn, of Carmel in the County of Putnam and State of New York, hereby sell, assign and transfer to AT&T Corp., a corporation of the State of New York, having an office at 32 Avenue of the Americas, New York, New York 10013-2412, U.S.A., and its successors, assigns and legal representatives, the entire right, title and interest, for the United States of America, in and to certain inventions related to **METHOD AND APPARATUS FOR ASSEST MANAGEMENT IN AN OPEN ENVIRONMENT** described in an application for Letters Patent of the United States, executed by us of even date herewith, and all the rights and privileges in said application and under any and all Letters Patent that may be granted in the United States for said inventions; and I also concurrently hereby sell, assign and transfer to AT&T Corp. the entire right, title and interest in and to said inventions for all countries foreign to the United States, including all rights of priority arising from the application aforesaid, and all the rights and privileges under any and all forms of protection, including Letters Patent, that may be granted in said countries foreign to the United States for said inventions.

I authorize AT&T Corp. to make application for such protection in its own name and maintain such protection in any and all countries foreign to the United States, and to invoke and claim for any application for patent or other form of protection for said inventions, without further authorization from us, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

I hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any document which may be required in any country in proof of the right of AT&T Corp. to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.

I request that any and all patents for said inventions be issued to AT&T Corp. in the United States and in all countries foreign to the United States, or to such nominees as AT&T Corp. may designate.

I agree that, when requested, I shall, without charge to AT&T Corp. but at its expense, sign all papers, and do all acts which may be necessary, desirable or convenient in connection with said applications, patents, or other forms of protection.

Date: Sept 22, 2005

*Robert S. Cahn*  
Robert S. Cahn

County of Putnam )  
State of New York )

On this 22 day of Sept, 2005, before me personally came ROBERT S. CAHN, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

*Susan J. Brown*  
Notary Public

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SUSAN J. BROWN  
Notary Public, State of New York  
No. 04BR6022516  
Qualified in Putnam County  
Commission Expires April 5, 2007