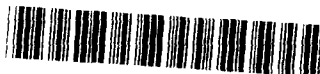


12-16-2005

FORM PTO-1595
(Rev. 06/04)

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U.S. Department of Commerce
U.S. Patent and Trademark Office

OMB No. 351-0027 (exp. 6/30/2005)

103138721

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Chuck Phillips

Execution Date(s) December 7, 2005

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

Name and address of receiving party(ies)

Name: Vericept Corporation
Street address: 750 W. Hampden Avenue, Suite 550
Englewood, CO 80110

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

113007 U.S. PTO
11/297865
120905

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Government Interest Assignment
- Executive Order 9424, Confirmatory License
- Other _____

4. Application or patent number(s):

This document is being filed together with a new application.

A. Patent Application No.(s)

B. Patent No.(s)

Attorney Docket No.: **VERC0004**

Additional numbers attached? Yes No

5. Name and Address to whom correspondence concerning document should be mailed:

Name: Kent A. Lembke
Internal Address: Hogan & Hartson LLP
One Tabor Center
1200 17th Street, Suite 1500
Street Address: same as above
City: Denver State: CO Zip: 80202

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 1.21(h) & 3.41).....\$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed
- None required (government interest not affecting title)

8. Payment Information

a. Credit Card Last 4 Numbers _____
Expiration Date _____
b. Deposit account number 50-1123
Authorized User Name _____

9. Signature

Kent A. Lembke
Signature

12/09/05
Date

Kent A. Lembke

Name of Person signing

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

12/13/2005 MAR211 00000079 11297865

04 FC:8021

40.00 DP

ASSIGNMENT

WHEREAS, I, **Chuck Phillips**, having a business address of 555 17TH Street, Suite 1500, Denver, CO 80202, have made a certain new and useful invention relating to a **SOURCE LEVEL OPTIMIZATION OF REGULAR EXPRESSIONS**, for which I am making or have made application for Letters Patent of the United States, said application being identified by Docket No. VERC0004 and Client/Matter No. 21738.0006.001, in the law firm of HOGAN & HARTSON LLP, One Tabor Center, 1200 17th Street, Suite 1500, Denver, Colorado 80202, and which is executed concurrently herewith, and

WHEREAS, I now own the entire right, title and interest therein; and

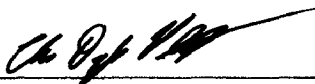
WHEREAS, Vericept Corporation, hereinafter ASSIGNEE, a Delaware corporation, whose mailing address is 750 W. Hampden Avenue, Suite 550, Englewood, CO 80110, is desirous of acquiring the entire interest in and to said invention, said application, and the Letters Patent to be obtained therefor;

NOW THEREFORE, upon consideration of my employment and other good and valuable consideration, the adequacy of which is hereby acknowledged, I do hereby sell and assign unto ASSIGNEE, and ASSIGNEE's legal representatives, successors, and assigns, the entire right, title, and interest in and to said invention, said application, and the Letters Patent, both of the United States and of other countries, that may or shall issue thereon; and I do hereby authorize and request the Commissioner of Patents and Trademarks to issue said Letters Patent to ASSIGNEE, consistent with the terms of this Assignment.

UPON SAID CONSIDERATION, I do hereby covenant and agree with ASSIGNEE that I will not execute any writing or do any act whatsoever conflicting with this assignment, and that I will, at any time upon request, without further or additional consideration, but at the expense of ASSIGNEE, execute such additional assignments and other writings and do such additional acts as ASSIGNEE may deem necessary or desirable to perfect the ASSIGNEE's enjoyment of this grant, and render all necessary assistance in applying for and obtaining original, continuation, continuation-in-part, divisional, reexamined, renewal, reissued or extended Letters Patent of the United States, or of other countries, or inventor's certificates, on said invention, and in enforcing any rights or causes in action accruing as a result of such applications, certificates, or patents, by giving testimony in any proceedings or transactions involving such applications, certificates, or patents, and by executing preliminary statements and other affidavits, it being understood that the foregoing covenant and agreement shall bind, and inure to the benefit of, the assigns and legal representatives of both parties.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal on the date hereinafter set forth.

Date: 12/7/2005



Chuck Phillips