10.1	15-2005
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To the Honorable Commissioner of Patents and 103	137719 Jocuments or copy thereof.
Name of conveying party(ies):     Michael T. Berens     James R. Feddeler	2. Name and address of receiving party(ies)  Name: FREESCALE SEMICONDUCTOR, INC.  Internal Address: Law Department
Additional name(s) of conveying party(ies)  Additional name(s) of conveying party(ies)  Yes X No attached?  Name of conveyance:  X Assignment Merger  Security Agreement Change of Name  Other	Street Address: 6501 William Cannon Drive West  City: Austin State: TX Zip: 78735
Execution Date: December 7, 2005	Additional name(s) & address(es) attached? Yes X No
A. Patent Application No.(s)  Additional numbers attached	T
5. Name and address of party to whom correspondence concerning document should be mailed:	6. Total number of applications and patents involved:
Name: FREESCALE SEMICONDUCTOR, INC.	7. Total fee (37 CFR 3.41) \$40.00
Internal Address:  Mail Drop PL02	Enclosed  X Authorized to be charged to deposit account
Street Address: 7700 West Parmer Lane	8. Deposit account number: 503079, Freescale Semiconductor, Inc.
City: Austin	
State: Texas Zip: 78729	(Attach duplicate copy of this page if paying by deposit account.)
	USE THIS SPACE
9 Statement and signature.  To the best of my knowledge and belief, the foregoing true copy of the James L. Clingan, Jr.  Name of Person Signing  Total number of pages including cover sheet attachments, and do	// -

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

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SC14529TC

## ASSIGNMENT AND AGREEMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, we, MICHAEL T. BERENS, AUSTIN, TEXAS; and JAMES R. FEDDELER, AUSTIN, TEXAS have sold, assigned and transferred, and do hereby sell, assign and transfer, unto FREESCALE SEMICONDUCTOR, INC., a corporation of the State of Delaware, having its principal office in Austin, State of Texas, 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 OSCILLATOR CIRCUIT (Docket No. SC14529TC), 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 FREESCALE SEMICONDUCTOR, INC., 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 FREESCALE SEMICONDUCTOR, INC. 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 FREESCALE SEMICONDUCTOR, INC., for the sole use and benefit of FREESCALE SEMICONDUCTOR, INC., 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 hereby authorize and request the equivalent authorities in foreign countries to issue the patents of their respective countries to FREESCALE SEMICONDUCTOR, INC.

We agree that, when requested, we will, without charge to FREESCALE SEMICONDUCTOR, INC., 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 FREESCALE SEMICONDUCTOR, INC., its successors, assigns and legal representatives or nominees.

We covenant with FREESCALE SEMICONDUCTOR, INC., 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.

SC14529TC

Michael T. Berens  DATE: 12/7/05
STATE OF TEXAS )
COUNTY OF WILLIAMSON )
The undersigned Notary Public in and for the County and State aforesaid, do hereby certify that Michael T. Berens, whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that they signed, sealed and delivered the instrument as their free and voluntary act and deed for the uses and purposes therein set forth.  Given under my hand and notarial seal this The day of
My commission expires:  Pac Hulgis
DORA HUDGINS My Commission Expires April 8, 2009
JAMES R. FEDDELER DATE: 12/7/05
STATE OF TEXAS ) COUNTY OF WILLIAMSON )
The undersigned Notary Public in and for the County and State aforesaid, do hereby certify that James R. Feddeler, whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that they signed, sealed and delivered the instrument as their free and voluntary act and deed for the uses and purposes therein set forth.  Given under my hand and notarial seal this 24 day of
My commission expires:
My commission expires:  Notary Public Signature
DORA HUDGINS My Commission Expires April 8, 2009

SC14529TC

**RECORDED: 12/09/2005**