

01-06-2006

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1. Name of conveying party(ies):
Seshadri Mani; David M. D'Andrea

2. Name and address of receiving party(ies):

Name: BioPassword, LLC

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

Internal Address: _____

Street Address: 1605 NW Sammamish, #105

3. Nature of Conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other

City: Issaquah State: WA Zip: 98027

Country: United States

Execution Date: 12/22/2005

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4. Application number(s) or patent number(s): ☒ This document is being filed together with a new application.

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? ☒ No ☐ Yes

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

Name: Blakely, Sokoloff, Taylor & Zafman LLP

Internal Address: _____

Street Address: 12400 Wilshire Boulevard
7th Floor

City: Los Angeles State: CA ZIP: 90025

Phone Number: (310) 207-3800

Fax Number: (310) 820-5988

E-mail Address: tom_babbitt@bstz.com

6. Total number of applications and patents involved: 1

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

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit Account Number:

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Name of Person Signing

William T. Babbitt

Signature

12/23/05

Date

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PATENT
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ASSIGNMENT

In consideration of good and valuable consideration, the receipt of which is hereby acknowledged, we, the undersigned:

Seshadri Mani; David M. D'Andrea

hereby sell, assign, and transfer to:

BioPassword, LLC

a Limited Liability Company of Washington, having a principal place of business at 1605 NW Sammamish, #105, Issaquah, Washington 98027 United States ("Assignee"), and its successors, assigns, and legal representatives, the entire right, title, and interest for the United States and all foreign countries, in and to any and all inventions and improvements that are disclosed in the application for the United States patent that has been executed by the undersigned prior hereto or concurrently herewith on the dates indicated below and is entitled:

Method and Apparatus for Multi-Model Hybrid Authentication

and in and to said application and all provisional, design, utility, divisional, continuing, continuation-in-part, substitute, renewal, reissue, and all other patent applications that have been or shall be filed in the United States and all foreign countries on any of said inventions and improvements; and in and to all original and reissued patents that have been or shall be issued in the United States and all foreign countries on said inventions and improvements; and in and to all rights of priority from the filing of said United States applications;

agree that said Assignee may apply for and receive a patent or patents for said inventions and improvements in its own name; and that, when requested, without charge to, but at the expense of, said Assignee, its successors, assigns, and legal representatives, to carry out in good faith the intent and purpose of this Assignment, the undersigned will execute all provisional, design, utility, divisional, continuing, continuation-in-part, substitute, renewal, reissue, and all other patent applications on any and all said inventions and improvements; execute all rightful oaths, assignments, power of attorney, and other papers; communicate to said Assignee, its successors, assigns, and legal representatives all facts known to the undersigned relating to said inventions and improvements and the history thereof; and generally assist said Assignee, its successors, assigns, or legal representatives in securing and maintaining proper patent protection for said inventions and improvements and for vesting title to said inventions and improvements, and all applications for patents and all patents on said improvements, in said Assignee, its successors, assigns, and legal representatives; and

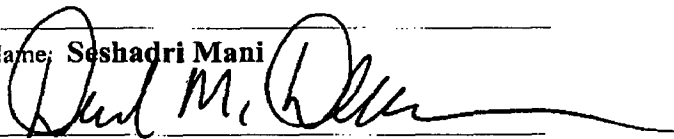
covenant with said Assignee, its successors, assigns, and legal representatives that no assignment, grant, mortgage, license, or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

Each Inventor: Please Sign and Date Below:

Date

Name: Seshadri Mani

22 DEC. 2005



Date

Name: David M. D'Andrea

Date

Name:

Date

Name:

Date

Name:

Date

Name:

Date

Name:

Date

Name:

Date

Name:

Date

Name:

Date

Name:

Date

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BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN LLP
12400 Wilshire Boulevard, 7th Floor
Los Angeles, CA 90025

covenant with said Assignee, its successors, assigns, and legal representatives that no assignment, grant, mortgage, license, or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

Each Inventor: Please Sign and Date Below:

<u>22 Dec 2005</u>	<u>M. Seshadri</u>
Date	Name: Seshadri Mani
<u> </u>	<u> </u>
Date	Name: David M. D'Andrea
<u> </u>	<u> </u>
Date	Name:
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