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SIR:

PLEASE RECORD THE ATTACHED ORIGINAL DOCUMENT(S) OR COPY(IES) THEREOF.

<b>1. NAME OF CONVEYING PARTY(IES)</b> Hae-Seung Lee & Keith Glen Felt Additional name(s) of conveying party(ies) attached? No	<b>2. NAME(S) AND ADDRESS(ES) OF RECEIVING PARTY(IES)</b> SMI-C. Camera Technologies 10 Wilson Road, 3rd Floor Cambridge, MA 02138-1128 Additional name(s) of receiving party(ies) attached? No
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**3. NATURE OF CONVEYANCE**

Assignment  
 Security Agreement  
 Merger  
 Change of Name  
 Other

Execution Date: 2/27/04

**4. APPLICATION NUMBER(S) OR PATENT NUMBER(S)**

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No(s): 10/578,755

B. Patent No(s):

C. Issue Date No.:

D. Issue Date:

Additional numbers attached? No.

2004 MAR -5 AM 7:5  
OPR/FINANCE

<b>5. NAME AND ADDRESS OF PARTY TO WHOM CORRESPONDENCE CONCERNING DOCUMENT SHOULD BE DIRECTED:</b> Matthew E. Carrows Gauthier & Carrows LLP 225 Franklin Street, Suite 5500 Boston, Massachusetts 02110 (617) 426-9180, Extensions 112	<b>6. TOTAL NUMBER OF APPLICATIONS AND PATENTS INVOLVED:</b> 1 <b>7. TOTAL FEE DUE:</b> \$40.00 (Enclosed) If any additional fee(s) are due, the Comptroller is hereby authorized to charge the Deposit Order Account noted in item 8. <b>8. DEPOSIT ACCOUNT NUMBER:</b> 19-0075
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**9. STATEMENT AND SIGNATURE**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Matthew E. Carrows  
Name of Person Signing

*Matthew E. Carrows*  
Signature

3/1/04  
Date

I hereby certify that this paper (along with any paper referred to as being attached or enclosed) is being deposited with the United States Postal Service on the date shown below with sufficient postage addressed to the Mail Stop Assignment Recordation Service, Director of the U.S. Patent and Trademark Office, P.O. Box 1450 Alexandria, VA 22313-1450

Date: 3/1/04

*Deborah M. Costello*  
Deborah M. Costello

03/08/2004 HBETWHE 0000051 10679753  
M FC:3021

40.00 (P)

**ASSIGNMENT**

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Know all men by these presents that:

WHEREAS we, **Hao-Suang Lee**  
63 Notre Dame Road  
Bedford, MA 01730

and

**Keith Glen Fife**  
71 Barnes Court, Apt. C  
Stanford, CA 94305

have made an invention for

**CIRCUIT AND METHOD FOR CANCELLATION OF COLUMN PATTERN NOISE IN CMOS IMAGERS**

described in the application filed with the United States Patent and Trademark Office on October 6, 2003 as Serial No. 10/679,755, which claims priority under 35 USC §119(e) from United States Provisional Patent Application Serial No. 60/416,043, filed October 4, 2002; and

Delaware

*HL 4/15 KE 4/05/05*

WHEREAS **SMAL Camera Technologies** a corporation duly organized and existing under the laws of Massachusetts and having a place of business at 10 Wilson Road, 3<sup>rd</sup> Floor, Cambridge, MA 02138-1128, for the benefit of itself, its successors and assigns, all inclusively hereinafter referred to as the Assignee, is desirous of acquiring the entire right, title and interest in and to the said invention, the said application, all inventions disclosed in said application and any and all Letters Patent of the United States and of all other countries which may be granted for the said invention or inventions, or any of them;

NOW, THEREFORE, for good and valuable consideration provided by said Assignee, the receipt whereof is hereby acknowledged, we do hereby sell, assign and transfer to the said Assignee the entire right, title and interest in and to the said invention, inventions and application, including all priority rights arising therefrom, all inventions disclosed in said application, and any and all Letters Patent of the United States, and of all other countries, together with the right to apply for such Letters Patent, which may be granted for the said invention, inventions or any of them,

TO HAVE, HOLD AND ENJOY the said invention, the said application, and the said Letters Patent, to said

**SMAL Camera Technologies**

its successors and assigns, to its and their own use and behoof to the full end of the term or terms for which the said Letters Patent may be granted, as fully and entirely as the same would have

been held and enjoyed by us had this assignment and sale not been made.

AND we hereby authorize and request the Commissioner of Patents of the United States and the appropriate officers of all foreign patent offices to issue any and all Letters Patent which may be granted on the said application or applications above referred to, or for the said invention, or any of them, to the said Assignee in accordance with the terms of this instrument.

AND we hereby agree to execute and sign without further consideration any other legal document and any other assignments and any divisional, continuing, renewal, reissue or other application in and for all patents that may be appropriate and may be deemed necessary by the Assignee fully to secure to said Assignee its interests as aforesaid in and to the said invention or any part thereof and in and to the said patents or any of them.

AND we further covenant and agree that we will at any time upon request communicate to the said Assignee, its successors, assigns or other legal representatives, any facts known to us relating to the said invention and any patent that may be granted thereon, and will testify as to the same in any interference or litigation when requested to do so.

AND we hereby covenant for ourselves and our legal representatives that we have not hitherto assigned or granted any license to make, use or sell said invention, and that we will not hereafter purport to assign, license or execute any instrument to that effect in conflict with this assignment.

2/27/04  
Date

  
HAR-SEUNG LEE

2/27/04  
Date

  
KEITH GLEN FIFE