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US Department of Commerce
Patent & Trademark Office

To the Honorable Commissioner for Patents: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): * 2. Name and address of receiving party(ies):
 *
Primarion, Inc. * Name: **Zarlink Semiconductor Inc.**
 * Street Address: **400 March Road**
 * City: **Ottawa** State: **Canada** ZIP: **K2K3H4**
 *
 Additional name(s) of conveying party(ies) attached __Yes **XX** No * Additional name(s) & address(es) attached?
 * __Yes **XX** No

3. Nature of conveyance:
XX Assignment Execution Date: MAY 19, 2006

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) * B. Patent No.(s)
 09/911,918 *
 *
 Additional numbers attached? __Yes **XX** No*

5. Name and address of party to whom correspondence concerning document should be mailed: * 6. Total Number of applications and patents involved: One
 *

Name: **Theodore E. Galanthay** *7. Total fee (37 CFR 3.41)..... \$ 40.00
 Address: **Primarion, Inc.** * X Enclosed
P O Box 28308 *
Scottsdale, Arizona 85255-0155 *
 *
 * Authorized to be charged to
 * deposit account _____
 * (Duplicate Copy Attached)
 *

*8. Deposit Account Number: _____

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.

Theodore E. Galanthay

JULY 19, 2006
 Date

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

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ASSIGNMENT OF PATENTS

WHEREAS, Zarlink Semiconductor Inc., a Canadian corporation, whose post office address is 400 March Road, Ottawa, Ontario, Canada K2K 3H4, (hereinafter "ASSIGNEE") has purchased or is purchasing certain assets of Primarion, Inc., a Delaware corporation, whose post office address is 2780 Skypark Drive, Suite 100, Torrance, CA 90505 (hereinafter "ASSIGNOR"), pursuant to an Asset Purchase Agreement dated May 19, 2006 among ASSIGNEE and its affiliate, Zarlink Semiconductor V.N. Inc., on the one hand, and ASSIGNOR, on the other hand ("Asset Purchase Agreement");

WHEREAS, ASSIGNOR owns, by assignment, or otherwise, all right, title and interest in and to the United States patents and patent applications identified in Schedule A hereto and the inventions claimed therein (the "Patents"); and

WHEREAS, pursuant to its obligations under the Asset Purchase Agreement, ASSIGNOR now wishes to assign, and confirm its assignment of, ASSIGNOR'S entire right, title and interest in the Patents to ASSIGNEE.

NOW, THEREFORE, be it known that, in exchange for payments made under the Asset Purchase Agreement and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR by these presents hereby does assign, transfer, convey and set over unto ASSIGNEE, ASSIGNOR'S entire right, title and interest in and to the Patents, including, without limitation, any and all: (i) patents that may issue from pending patent applications listed in Schedule A; (ii) foreign patents and patent applications for any of the inventions claimed in the Patents (and any patents that may issue therefrom); (iii) divisionals, continuations, continuations-in-part, substitutes, reexaminations, reissues, and other form of

patent protection for any of such rights; and (iv) right to any and all causes of action, claims and recoveries for past, present and future infringements of any of such rights. Such rights are to be held and enjoyed by ASSIGNEE for its own use and behoof, and for its legal representatives, successors and assigns as fully and entirely as the same would have been held by ASSIGNOR had this Assignment not been made.

ASSIGNOR covenants that it will, upon ASSIGNEE's request, and ASSIGNEE'S reasonable expense, execute and deliver to ASSIGNEE any assignments, declarations or other instruments that ASSIGNEE may request to effectuate, perfect, confirm and/or record the foregoing and further covenants that it will, upon ASSIGNEE's reasonable request, provide ASSIGNEE with all pertinent facts and documents relating to the rights assigned hereunder and testify as to the same in any action, suit or interference that ASSIGNEE may commence or may become involved in respecting any or all of such rights.

ASSIGNOR hereby acknowledges and agrees that the representations, warranties, covenants, agreements and indemnities set forth in the Asset Purchase Agreement are not modified, limited or superseded by this Assignment, and such representations, warranties, covenants, agreements and indemnities shall remain in force and effect to the full extent provided in the Asset Purchase Agreement.

[BALANCE OF PAGE INTENTIONALLY LEFT BLANK]

IN TESTIMONY WHEREOF, ASSIGNOR has caused it authorized representative to

execute this Agreement.

PRIMARION, INC.

Date: May 19, 2006

[Signature]
Name: W. R. Vinet
Title: Pres & CEO

STATE OF CA)
) ss.:
COUNTY OF LA)

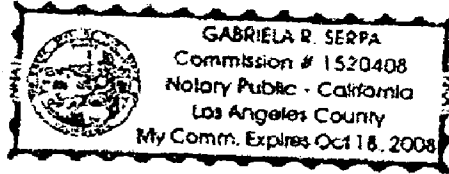
On the 19 day of May, 2006, before me, the undersigned, personally appeared William Ronald Vinet, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and who acknowledged to me that he/she executed the same as a free act on behalf of the identified company with full authority to do so.

Subscribed and sworn to before me

this 19 day of May, 2006

[Signature]

(Notary Public)



Assignment of Patents

SCHEDULE A

TITLE	U.S. PATENT NO.	REGISTRATION DATE
OPTICAL INTERCONNECT WITH INTEGRAL REFLECTIVE SURFACE AND LENS, SYSTEM INCLUDING THE INTERCONNECT AND METHOD OF FORMING THE SAME	6,722,792	APR. 20, 2004
OPTICAL INTERCONNECT STRUCTURE, SYSTEM AND TRANSCEIVER INCLUDING THE STRUCTURE, AND METHOD OF FORMING THE SAME	6,786,651	SEPT. 7, 2004
APPARATUS FOR COUPLING AN OPTOELECTRONIC DEVICE TO A FIBER OPTIC CABLE AND A MICROELECTRONIC DEVICE, A SYSTEM INCLUDING THE APPARATUS, AND A METHOD OF FORMING THE SAME	6,850,658	FEB. 1, 2005
APPARATUS AND METHOD OF PACKAGING PHOTONIC AND MICROELECTRONIC DEVICES	6,960,031	NOV. 1, 2005
METHOD AND CIRCUIT FOR PRE-EMPHASIS EQUALIZATION IN HIGH SPEED DATA COMMUNICATIONS	6,570,406	MAY 27, 2003
METHOD AND CIRCUIT FOR PRE-EMPHASIS EQUALIZATION IN HIGH SPEED DATA COMMUNICATIONS	6,794,900	SEPT. 21, 2004
HIGH SPEED VOLTAGE-CONTROLLED RING OSCILLATOR	6,670,858	DEC. 30, 2003
TRANSIMPEDANCE AMPLIFIER AND CIRCUIT INCLUDING THE SAME	6,801,084	OCT. 5, 2004
CURRENT DRIVER AND METHOD OF PRECISELY CONTROLLING OUTPUT CURRENT	6,922,045	JUL. 26, 2005
SYSTEM AND CIRCUIT FOR A MULTI-CHANNEL OPTOELECTRONIC DEVICE DRIVER	7,006,543	FEB. 28, 2006

TITLE	U.S. PATENT APPLICATION NO.	APPLICATION FILING DATE
METHOD AND APPARATUS FOR SKIP-FREE RETIMING TRANSMISSION OF DIGITAL INFORMATION	10/223,842	AUG. 19, 2002
APPARATUS FOR COUPLING A FIBER OPTIC CABLE TO AN OPTOELECTRONIC DEVICE, A SYSTEM INCLUDING THE APPARATUS, AND A METHOD OF FORMING THE SAME	09/911,918	JUL. 23, 2001