

**ASSIGNMENT OF INVENTIONS AND PATENTS BY INVENTORS TO J. RIVER, INC.
 LICENSED DIGITAL MATERIALS DISTRIBUTION SYSTEM AND METHOD, U.S. Patent No. 7,062,468
 METHOD AND SYSTEM FOR LICENSING DIGITAL WORKS, U.S. Patent No. 7,076,468**

ASSIGNMENT OF INVENTIONS AND PATENT APPLICATION

Whereas, we, the below named inventors, with residences and citizenships as indicated below; have made inventions titled

LICENSED DIGITAL MATERIALS DISTRIBUTION SYSTEM AND METHOD

and

METHOD AND SYSTEM FOR LICENSING DIGITAL WORKS

for which patents have been granted by the U.S. Patent and Trademark Office under U.S. Patent Patent Numbers 7,062,468 (issued June 13, 2006) and 7,076,468 (issued July 11, 2006) (the "Inventions").

Now, therefore, for good and valuable consideration, receipt of which is acknowledged, we confirm that we have previously agreed to assign, have assigned, and as necessary do hereby individually and jointly assign and transfer unto:

J. RIVER, INC.

a Minnesota Corporation having its principal office at 125 N. First Street, Minneapolis, MN 55401 (the "Company") its successors and assigns, the entire right, title, and interest in and to the said Inventions and patents, anywhere in the World, including the United States, and the entire right, title and interest in and to any and all Patents which may be granted on the inventions anywhere in the World, including in the United States. Such assignment includes any continuations, continuations-in-part, divisionals, or any other further application based in whole or in part on the above Inventions or application, and any patent rights relating thereto (including utility models and inventors' certificates), whether in the United States or anywhere in the World, including but not limited to U.S. Patent Application Serial No. 11/323,209 filed 12/30/2005,

We do further agree for ourselves and for our heirs, executors, and administrators, to execute and deliver without further consideration any further applications, assignments, and documents, and to perform such other acts as we may lawfully do, that may be deemed necessary by the said Company, its successors, assigns, and nominees, to secure its right, title, and interest in the Inventions and to obtain or maintain patent rights, utility models, or inventors' certificates in any and all countries;

And we do hereby authorize and request the Commissioner of Patents to issue any and all Letters Patent which may be granted upon any of the said Inventions, to the said Company, as the assignee of the entire right, title, and interest therein.


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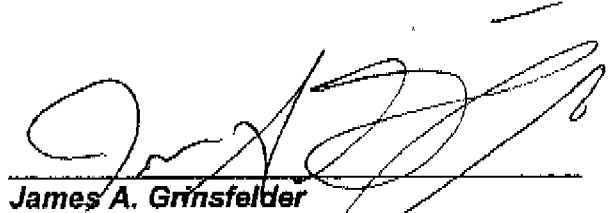


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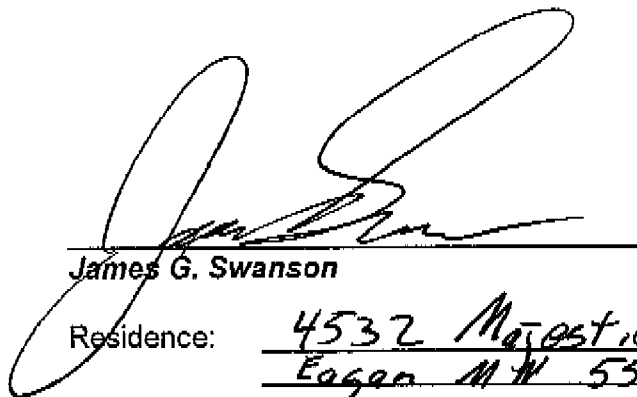
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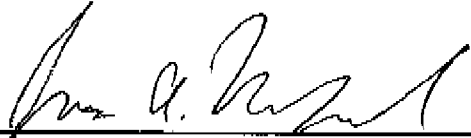
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