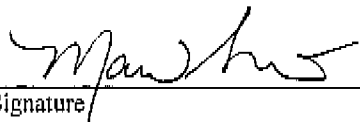
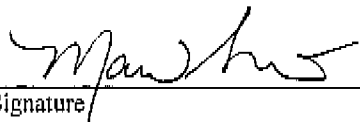
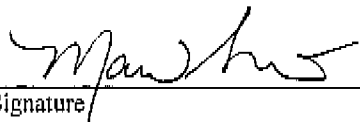


RECORDATION FORM COVER SHEET
PATENTS ONLY

Attorney Docket Number
067535-5001-US

Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

Please record the attached original documents or copy thereof.

| | | | | | | | | | | | |
|---|----------|---|--------------|------------------|--------|--|--------------|------------------------|----------|-----------|------|
| 1. Name of conveying party(ies): Jeffrey L. Peyton Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | 2. Name and address of receiving party(ies): Name: <u>Puppetools, Inc.</u> Address: <u>3400 Hawthorne Avenue, Richmond, Virginia 23222</u> Country (if other than USA): USA | | | | | | | | | |
| 3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other Execution Date: <u>January 6, 2007</u> | | | | | | | | | | | |
| 4. Application number(s) or patent number(s): 09/808,650 If this document is being filed together with a new application, the execution date of the application is: A. Patent Application No.(s) <u>09/808,650</u> B. Patent No.(s) Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | | | | | | | | | |
| 5. Name and address of party to whom correspondence concerning document should be mailed: MORGAN, LEWIS & BOCKIUS LLP 2 Palo Alto Square 3000 El Camino Real, Suite 700 Palo Alto, California 94306 | | 6. Number of applications and patents involved: <u>1</u> 7. Total fee (37 CFR 3.41):\$ <u>40.00</u> Please charge to the deposit account listed in Section 8. 8. Deposit account number: <u>50-0310 (order no. 067535-5001-US)</u> | | | | | | | | | |
| DO NOT USE THIS SPACE | | | | | | | | | | | |
| 9. Statement and signature. <p><i>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.</i></p> <table border="0"> <tr> <td>Maria S. Swiatek</td> <td>37,244</td> <td></td> <td>July 2, 2007</td> </tr> <tr> <td>Name of Person Signing</td> <td>Reg. No.</td> <td>Signature</td> <td>Date</td> </tr> </table> | | | | Maria S. Swiatek | 37,244 |  | July 2, 2007 | Name of Person Signing | Reg. No. | Signature | Date |
| Maria S. Swiatek | 37,244 |  | July 2, 2007 | | | | | | | | |
| Name of Person Signing | Reg. No. | Signature | Date | | | | | | | | |
| Total number of pages including cover sheet: | | | 3 | | | | | | | | |

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 Alexandria, VA 22313-1450
 or via Facsimile to (571) 273-0140

ASSIGNMENT

WHEREAS, the undersigned, **Jeffrey L. Peyton**, a resident of **Richmond Virginia** (hereinafter termed "Inventor"), has invented certain new and useful improvements in **Puppetry Based Communications System, Method and Internet Utility** for which invention I have executed a United States patent application, having Serial No. 09/808,650, and filing date of March 14, 2001 and which invention is fully described in the specification pertaining to said application.

WHEREAS, **Puppetools** (hereinafter termed "Assignee"), a body having corporate powers under the laws of the State of Virginia, having a place of business at **3400 Hawthorne Avenue, Richmond, Virginia 23222**, is desirous of acquiring the entire right, title and interest in and to said application and the invention disclosed therein, and in and to all embodiments of the invention, heretofore conceived, made or discovered by said Inventor (all collectively hereinafter termed "said invention"), and in and to any and all patents, inventor's certificates and other forms of protection (hereinafter termed "patents") thereon granted in the United States and foreign countries.

NOW, THEREFORE, in consideration of good and valuable consideration acknowledged by said Inventor to have been received in full from said Assignee:

1. Said Inventor does hereby sell, assign, transfer and convey unto said Assignee, the entire right, title and interest (a) in and to said application and said invention, and any later filed United States utility or foreign applications claiming priority to said application; (b) in and to all rights to apply for foreign patents on said invention pursuant to the International Convention for the Protection of Industrial Property or otherwise; (c) in and to any and all applications filed and any and all patents granted on said invention in the United States or any foreign country, including each and every application filed and each and every patent granted on any application which is a priority application, utility, division, substitution, or continuation of any of said applications; and (d) in and to each and every reissue or extension of any of said patents; and (e) all claims for damages by reason of past infringement of said patents, with the right to sue for and collect the same for its own use and enjoyment, and for use and enjoyment of its successors, assigns or other legal representatives.

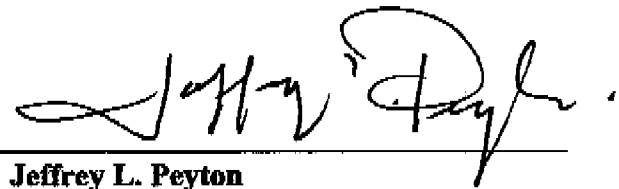
2. Said Inventor hereby covenants and agrees to cooperate with said Assignee to enable said Assignee to enjoy to the fullest extent the right, title and interest herein conveyed in the United States and foreign countries. Such cooperation by said Inventor shall include prompt

production of pertinent facts and documents, giving of testimony, execution of petitions, oaths, specifications, declarations or other papers, and other assistance all to the extent deemed necessary or desirable by said Assignee (a) for perfecting in said Assignee the right, title and interest herein conveyed; (b) for prosecuting any of said applications; (c) for filing and prosecuting utility, substitute, divisional, continuing or additional applications covering said invention; (d) for filing and prosecuting applications for reissuance of any said patents; (e) for interference or other priority proceedings involving said invention; and (f) for legal proceedings involving said invention and any applications therefore and any patents granted thereon, including without limitation opposition proceedings, cancellation proceedings, priority contests, public use proceedings, infringement actions and court actions; provided, however, that the expense incurred by said Inventor in providing such cooperation shall be paid for by said Assignee.

3. The terms, covenants and conditions of this assignment shall inure to the benefit of said Assignee, its successors, assigns and other legal representatives, and shall be binding upon said Inventor, his respective heirs, legal representatives and assigns.

4. Said Inventor hereby warrants and represents that he has not entered and will not enter into any assignment, contract, or understanding in conflict herewith.

IN WITNESS WHEREOF, the said Inventor has executed and delivered this instrument to said Assignee this 6th day of January, 2007.



Jeffrey L. Peyton

I-PA/3633984.1

PTO/SB/21 (09-06)

Approved for use through 03/31/2007. OMB 0651-0031

U.S. Patent and Trademark Office; U.S. DEPARTMENT OF COMMERCE

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**TRANSMITTAL
FORM**

(to be used for all correspondence after initial filing)

Total Number of Pages in This Submission

5

Application Number

09/808,650

Filing Date

March 14, 2001

First Named Inventor

Jeffrey L. Peyton

Art Unit

3629

Examiner Name

Jonathan P. Ouellete

Attorney Docket Number

067535-6001-US

ENCLOSURES

(Check all that apply)



Fee Transmittal Form



Fee Attached



Amendment/Reply



After Final



Affidavits/declaration(s)



Extension of Time Request



Express Abandonment Request



Information Disclosure Statement



Certified Copy of Priority Document(s)

Reply to Missing Parts/
Incomplete ApplicationReply to Missing Parts
under 37 CFR 1.62 or 1.63

Drawing(s)



Licensing-related Papers



Petition

Petition to Convert to a
Provisional Application

Power of Attorney, Revocation



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Terminal Disclaimer



Request for Refund



CD, Number of CD(s) _____

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Remarks



After Allowance Communication to TC

Appeal Communication to Board
of Appeals and InterferencesAppeal Communication to TC
(Appeal Notice, Brief, Reply Brief)

Proprietary Information



Status Letter

Other Enclosure(s) (please identify
below):Assignment doc. w/ recordation cover sheet;
and Pre-Addressed Return Postcard.**SIGNATURE OF APPLICANT, ATTORNEY, OR AGENT**

Firm Name

MORGAN LEWIS & BOCKIUS LLP, 2 Palo Alto Square, 3000 El Camino Real, Ste. 700, Palo Alto, CA 94306.

Signature

Printed name

Maria S. Swiatek

Date

July 2, 2007

Reg. No.

37,244

CERTIFICATE OF TRANSMISSION/MAILING

I hereby certify that this correspondence is being facsimile transmitted to the USPTO or deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450 on the date shown below:

Signature

Typed or printed name

Kari B. Agular

Date

July 2, 2007

This collection of information is required by 37 CFR 1.5. The information is required to obtain or retain a benefit by the public which is to file (and by the USPTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.11 and 1.14. This collection is estimated to 2 hours to complete, including gathering, preparing, and submitting the completed application form to the USPTO. Time will vary depending upon the individual case. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden, should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, U.S. Department of Commerce, P.O. Box 1450, Alexandria, VA 22313-1450. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450.

If you need assistance in completing the form, call 1-800-PTO-9199 and select option 2.

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

| | | | |
|-----------------|--|---------------------|----------------------|
| Application of: | Jeffrey L. Peyton | Confirmation No.: | 4939 |
| Serial No.: | 09/808,650 | Art Unit: | 3629 |
| Filed: | March 14, 2001 | Examiner: | Jonathan P. Ouellete |
| For: | Puppetry Based Communication System, Method and Internet Utility | Attorney Docket No: | 067535-5001-US |

FEE TRANSMITTAL SHEET


Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

Sir:

The Applicant hereby authorizes the Commissioner to charge the required fee of \$40.00 to cover recording one assignment to our Morgan, Lewis & Bockius LLP Deposit Account No. 50-0310 (order no. 067535-5001-US). A copy of this sheet is enclosed.

Date: July 2, 2007

Respectfully submitted,


Maria S. Swiatek, Esq. 37,244
(Reg. No.)

Customer No. 24341

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3000 El Camino Real, Suite 700

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Trademark Office
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FAX #: (571) 273-0140 Telephone #:

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Name: Maria S. Swiatek Telephone # 650.843.7237
Operator Sending: Kari B. Aguiar
FAX #: 650.843.4001 Date Sent: July 2, 2007 No of Pages: 6
(including cover page)

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COMMENTS

Serial No. 09/808,650 Filed: March 14, 2001

Atty docket no. 067535-5001-US (as modified)

The following documents are being faxed herewith:

- * Transmittal Form (1) page;
- * Fee Transmittal Sheet (1) page;
- * Assignment Recordation Cover and executed Assignment (3) pages.