PATENT ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT

CONVEYING PARTY DATA

Name	Execution Date
ROBERT GARCIA	12/24/2008

RECEIVING PARTY DATA

Name:	PickUpPhotos LLC
Street Address:	515 Haynes Avenue
City:	Beverly Hills
State/Country:	CALIFORNIA
Postal Code:	90210

PROPERTY NUMBERS Total: 1

Property Type	Number
Application Number:	10615682

CORRESPONDENCE DATA

Fax Number: (213)430-6407

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Correspondent Name: Brian M. Berliner /O'Melveny & Myers LLP

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ATTORNEY DOCKET NUMBER: 27614-2

NAME OF SUBMITTER: Brian M. Berliner

Total Attachments: 2

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> PATENT REEL: 022129 FRAME: 0684

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ASSIGNMENT

WHEREAS, ROBERT GARCIA, residing at 13653 West Wark Make Ca. 95754 has made certain new and useful inventions in A METHOD AND SYSTEM FOR DISTRIBUTED IMAGE PROCESSING AND STORAGE, and has disclosed the same in an application for Letters Patent of the United States therefor, said application having been filed with the U.S. Patent and Trademark Office on July 8, 2003, bearing Serial No. 10/615,682; and

WHEREAS, **PickUpPhotos LLC**, a corporation organized and existing under the laws of the State of California, having a place of business at 515 Haynes Avenue, Beverly Hills, California 90210 (hereafter called the "Assignee") is desirous of acquiring the entire interest in all inventions disclosed in said application;

NOW, THEREFORE, in consideration of the sum of one dollar (\$1.00) and other good and valuable considerations to me paid by said Assignee, the receipt and sufficiency whereof is hereby acknowledged, I do hereby sell, assign, and transfer unto said Assignee, its successors and assigns, the entire right, title and interest throughout the world in and to all said inventions disclosed in said application; and in and to said application, including all priority rights for other countries arising from said application; and in and to all substitutions, provisionals, divisions, and continuations thereof; and in and to all Letters Patent, United States and foreign, that may be granted for said inventions; and in and to all extensions, renewals, and reissues thereof.

And I do hereby authorize and request the Commissioner of Patents of the United States and the duly constituted authorities of foreign countries to issue any Letters Patent which may be granted on said inventions, on any applications related thereto, and on any substitute, continuing, divisional, or reissue applications, or any of them, to said Assignee, its successors and assigns, as assignee of the entire right, title and interest therein and thereto.

And for the consideration aforesaid, I do hereby, for me and for my legal representatives, further covenant and agree with said Assignee, its successors and assigns, that I have full and unencumbered title to the inventions and application above described and hereby assigned, which title I warrant unto said Assignee, its successors and assigns; that I have granted to others no license to make, use, or sell said inventions; and that I will not execute any instrument in conflict herewith.

And for the consideration aforesaid, I do hereby, for me and for my legal representatives, further covenant and agree with said Assignee, its successors and assigns, that upon request I will execute substitute, continuing, divisional, or reissue applications, amended specifications, or rightful oaths; communicate to said Assignee, its successors and assigns, any facts known to me relating to said inventions or the history thereof; execute preliminary statements; testify in any interference or other legal proceedings involving said inventions; execute and deliver any application papers, assignments, or other instruments, and do all other acts which, in the opinion of counsel

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for said Assignee, may be necessary or convenient to secure the grant of Letters Patent to said Assignee, its successors and assigns, or its nominees, in the United States and in all other countries where said Assignee may desire to have the said inventions, or any of them, patented, with specifications and claims in such form as shall be approved by counsel for said Assignee, and to vest and confirm and complete legal and equitable title to all such inventions, applications, and Letters Patent, and to enable it to record said title, without further consideration than now paid but at the expense of said Assignee, its successors or assigns.

SIGNED this 24th day of Vecember UNITED STATES OF AMERICA STATE OF COUNTY OF On December 24, 2008 before me, Alina C. Wille, a Notary Public in and for said State, personally appeared, ROBERT GARCIA, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument. I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct. WITNESS my hand and official seal. Signature: Olivia C. Hille [Seal] ALICIA C. HILLE Commission # 1720808 Notary Public - California **Butte County** Comm. Expires Jan 26, 2011

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RECORDED: 01/20/2009