

# PATENT ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	ASSIGNMENT	
CONVEYING PARTY DATA		
Name		Execution Date
Vicky Choi		11/23/2008
RECEIVING PARTY DATA		
Name:	D-Wave Systems Inc.	
Street Address:	100 - 4401 Still Creek Drive	
City:	Burnaby	
State/Country:	CANADA	
Postal Code:	V5C 6G9	
PROPERTY NUMBERS Total: 1		
Property Type	Number	
Application Number:	12266378	
CORRESPONDENCE DATA		
Fax Number:	(206)682-6031	
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2066224900	
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Address Line 4:	Seattle, WASHINGTON 98104	
ATTORNEY DOCKET NUMBER:	240105.475	
NAME OF SUBMITTER:	Frank Abramonte	
Total Attachments: 2 source=475_ASSIGN#page1.tif source=475_ASSIGN#page2.tif		

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REEL: 022148 FRAME: 0280

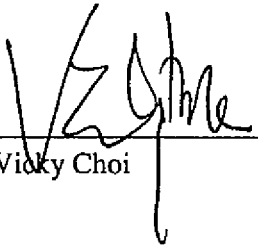
## ASSIGNMENT

WHEREAS, I, Vicky Choi (hereinafter referred to as ASSIGNOR), having a mailing address of 100 – 4401 Still Creek Drive, Burnaby, British Columbia, Canada V5C 6G9, am the sole inventor of an invention entitled “SYSTEMS, DEVICES, AND METHODS FOR ANALOG PROCESSING,” as described and claimed in the specification for which an application for United States letters patent was filed on November 6, 2008, and assigned Application No. 12/266,378. This application claims the benefit of U.S. Provisional Application No. 60/986,554, filed on November 8, 2007;

WHEREAS, D-Wave Systems Inc. (hereinafter referred to as ASSIGNEE), a Canadian corporation having a place of business at 100 - 4401 Still Creek Drive, Burnaby, British Columbia, Canada V5C 6G9, is desirous of acquiring the entire right, title and interest in and to the invention and in and to any letters patent that may be granted therefor in the United States and in any and all foreign countries;

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby sells, assigns and transfers unto said ASSIGNEE the entire right, title and interest in and to said invention, said application and any and all letters patent which may be granted for said invention in the United States of America and its territorial possessions and in any and all foreign countries, and in any and all divisions, reissues and continuations thereof, including the right to file foreign applications directly in the name of ASSIGNEE and to claim priority rights deriving from said United States application to which said foreign applications are entitled by virtue of international convention, treaty or otherwise, said invention, application and all letters patent on said invention to be held and enjoyed by ASSIGNEE and its successors and assigns for their use and benefit and of their successors and assigns as fully and entirely as the same would have been held and enjoyed by ASSIGNOR had this assignment, transfer and sale not been made. ASSIGNOR hereby authorizes and requests the Commissioner of Patents and Trademarks to issue all letters patent on said invention to ASSIGNEE. ASSIGNOR agrees to execute all instruments and documents required for the making and prosecution of applications for United States and foreign letters patent on said invention, for litigation regarding said letters patent, or for the purpose of protecting title to said invention or letters patent therefor.

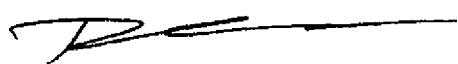
11-23-2008  
Date

  
Vicky Choi

City of Burnaby )  
Province of B.C. )

ss.

I certify that I know or have satisfactory evidence that Vicky Choi is the person who appeared before me, and said person acknowledged that she signed this instrument and acknowledged it to be her free and voluntary act for the uses and purposes mentioned in the instrument.

Dated 23 Nov 08  
Signature of   
Notary Public  
Printed Name T. Rotte

My appointment does not expire.