



103559879

To the Honorable Commissioner of Patents and

documents or copy thereof.

Name of conveying party(ies):

David S. Benco
Michael J. Hawley

2. Name and address of receiving party(ies):

Name: Alcatel-Lucent USA Inc.
Address: 600 Mountain Avenue
Murray Hill, NJ 07974-0636

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of Conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date(s): 04/28/2009; 04/28/2009

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date(s) of the application is (are): 04/28/2009; 04/28/2009

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Charles L. Warren
Carmen Patti Law Group, LLC
Customer Number 47382

Docket No.: LUC-743/Benco 205-2

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.4):..... \$ 40.00

- Enclosed
- Authorized to be charged to business credit card

8. Deposit account number:

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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.

Charles L. Warren

April 30, 2009

Name of Person Signing
Reg. No. 27,407

Signature

Date

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

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

ASSIGNMENT AND AGREEMENT

For value received, we, **Davis S. Benco**, residing in the town of Winfield, in the County of DuPage, in the State of Illinois and **Michael J. Hawley**, residing in the town of Naperville, in the County of DuPage, in the State of Illinois, hereby sell, assign and transfer to Alcatel-Lucent, a corporation of the State of Delaware, having an office at 600 Mountain Avenue, Murray Hill, New Jersey 07974-0636, U.S.A., and its successors, assigns and legal representatives, the entire right, title and interest, for the United States of America, in and to certain inventions related to **INTERNET SERVICE FOR PASSENGERS ON IN-FLIGHT AIRPLANES** specification of which *is filed herewith* for Letters Patent of the United States, executed by us of even date herewith, and all the rights and privileges in said application and under any and all Letters Patent that may be granted in the United States for said inventions; and we also concurrently hereby sell, assign and transfer to Alcatel-Lucent the entire right, title and interest in and to said inventions for all countries foreign to the United States, including all rights of priority arising from the application aforesaid, and all the rights and privileges under any and all forms of protection, including Letters Patent, that may be granted in said countries foreign to the United States for said inventions.

We authorize Alcatel-Lucent to make application for such protection in its own name and maintain such protection in any and all countries foreign to the United States, and to invoke and claim for any application for patent or other form of protection for said inventions, without further authorization from us, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

We hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any document which may be required in any country in proof of the right of Alcatel-Lucent to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.

We request that any and all patents for said inventions be issued to Alcatel-Lucent in the United States and in all countries foreign to the United States, or to such nominees as Alcatel-Lucent they may designate.

We agree that, when requested, we shall, without charge to Alcatel-Lucent but at its expense, sign all papers, and do all acts which may be necessary, desirable or convenient in connection with said applications, patents, or other forms of protection.

David S. Benco
David S. Benco

Date: 4-28-09

United States of America

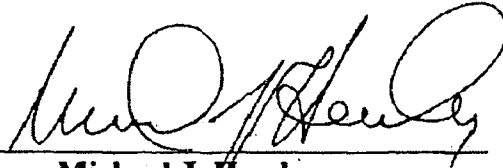
State of Illinois

County of Kane

On this 28th day of April, 2009, before me personally came **David S. Benco**, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

Carolyn L. Klein
Notary Public





Michael J. Hawley

Date: 4-28-09

United States of America

State of Illinois

County of Kane

On this 28th day of April, 2009, before me personally came **Michael J. Hawley**, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.


Notary Public