

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
William H. Barber	11/04/2002
Phillip J. Tomasi	11/04/2002
RECEIVING PARTY DATA	
Name:	DVDPlay, Inc.
Street Address:	750 University Avenue
Internal Address:	Suite 280
City:	Los Gatos
State/Country:	CALIFORNIA
Postal Code:	95032
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	12257193
CORRESPONDENCE DATA	
Fax Number:	(720)931-3001
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	720-931-3000
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Correspondent Name:	LATHROP & GAGE LLP
Address Line 1:	4845 Pearl East Circle
Address Line 2:	Suite 201
Address Line 4:	Boulder, COLORADO 80301
ATTORNEY DOCKET NUMBER:	485848
NAME OF SUBMITTER:	Curtis A. Vock
Total Attachments: 2 source=485848_DVDPlay_Assignment#page1.tif	

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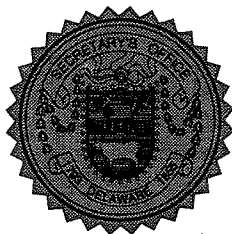
**PATENT
 REEL: 022819 FRAME: 0474**

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "FREEFLYR INC.", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "DVDPLAY, INC.", THE TWENTIETH DAY OF JUNE, A.D. 2003, AT 7:07 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3271378 8320

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AUTHENTICATION: 2907235

PATENT

DATE: 02-03-04
REEL: 022819 FRAME: 0476

Express Mail Label No. EV 045205684 US

Docket No.: 387953

PATENT

ASSIGNMENT

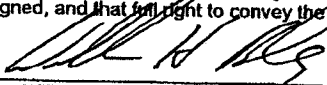
For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, WE, the undersigned, **William H. Barber and Phillip J. Tomasi** do hereby sell, assign, and transfer to **FreeFlyr Inc.**, a corporation of Delaware, having a place at 750 University Avenue, Suite 280, Los Galos, California 95032 ("Assignee"), its successors, assigns, and legal representatives, the entire right, title and interest for the United States and all foreign countries, in and to any and all inventions and improvements which are disclosed in the application for United States Letters Patent,


() which has been executed by the undersigned concurrently herewith,
(X) which was filed on 25 May 2000 and assigned Serial No. 09/578,631

and is entitled **DISK DISPENSING AND RETRIEVAL SYSTEM WITH AUTOMATED QUALITY CONTROL AND INTERNET USAGE FEEDBACK** and in and to said application and all divisional, continuing, substitute, renewal, reissue, and all other applications for Letters Patent which have been or shall be filed in the United States and all foreign countries on any of said improvements; and in and to all original and reissued patents which have been or shall be issued in the United States and all foreign countries on said improvements; and in and to all rights of priority resulting from the filing of said United States application; and

Agree that said Assignee may apply for and receive Letters Patent for said improvements in its own name; and that, when requested, without charge to, but at the expense of, said Assignee, its successors, assigns and legal representatives, to carry out in good faith the intent and purpose of this Assignment, the undersigned will execute all divisional, continuing, substitute, renewal, reissue, and all other patent applications on any and all said improvements; execute all rightful oaths, assignments, powers of attorney and other papers; communicate to said Assignee, its successors, assigns, and representatives, all facts known to the undersigned relating to said improvements and the history thereof; and generally do everything possible which said Assignee, its successors, assigns or representatives shall consider desirable for aiding in securing and maintaining proper patent protection for said improvements and for vesting title to said improvements and all applications to patents and all patents on said improvements, in said Assignee, its successors, assigns and legal representatives; and

Covenant, with said Assignee, its successors, assigns and legal representatives that no assignment, grant mortgage, license, or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

Name:  Date: 11/04/02
William H. Barber

Name:  Date: 11/4/02
Phillip J. Tomasi

PATENT