

PATENT ASSIGNMENT

Electronic Version v1.1

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SUBMISSION TYPE:	NEW ASSIGNMENT										
NATURE OF CONVEYANCE:	ASSIGNMENT										
CONVEYING PARTY DATA											
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 70%;">Name</th> <th style="width: 30%;">Execution Date</th> </tr> </thead> <tbody> <tr> <td>Mohammad Amin</td> <td>08/10/2009</td> </tr> <tr> <td>Vicky Choi</td> <td>07/17/2009</td> </tr> <tr> <td>Andrew J. Berkley</td> <td>08/10/2009</td> </tr> </tbody> </table>		Name	Execution Date	Mohammad Amin	08/10/2009	Vicky Choi	07/17/2009	Andrew J. Berkley	08/10/2009		
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<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">Name:</td> <td>D-Wave Systems Inc.</td> </tr> <tr> <td>Street Address:</td> <td>100 - 4401 Still Creek Drive</td> </tr> <tr> <td>City:</td> <td>Burnaby</td> </tr> <tr> <td>State/Country:</td> <td>CANADA</td> </tr> <tr> <td>Postal Code:</td> <td>V5C 6G9</td> </tr> </table>		Name:	D-Wave Systems Inc.	Street Address:	100 - 4401 Still Creek Drive	City:	Burnaby	State/Country:	CANADA	Postal Code:	V5C 6G9
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CORRESPONDENCE DATA											
<p>Fax Number: (206)682-6031</p> <p><i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i></p> <p>Phone: (206) 622-4900</p> <p>Email: sandyc@seedip.com</p> <p>Correspondent Name: Frank Abramonte</p> <p>Address Line 1: 701 Fifth Avenue</p> <p>Address Line 2: Suite 5400</p> <p>Address Line 4: Seattle, WASHINGTON 98104</p>											
ATTORNEY DOCKET NUMBER:	240105.492										
NAME OF SUBMITTER:	Frank Abramonte										
<p>Total Attachments: 4</p> <p>source=492_Assignment#page1.tif</p>											

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ASSIGNMENT

WHEREAS, we, Mohammad Amin, Vicky Choi and Andrew J. Berkley (hereinafter referred to as ASSIGNORS), having mailing addresses of 100-4401 Still Creek Drive, Burnaby, British Columbia, Canada V5C 6G9; 209 Tee Street, Apt. #9, Blacksburg, Virginia 24060 and 100-4401 Still Creek Drive, Burnaby, British Columbia, Canada V5C 6G9, respectively, are the joint inventors of an invention entitled "SYSTEMS, METHODS AND APPARATUS FOR ADIABATIC QUANTUM COMPUTATION AND QUANTUM ANNEALING," as described and claimed in the specification for which an application for United States letters patent was filed on May 28, 2009, and assigned Application No. 12/473,970. This application claims the benefit of U.S. Provisional Application No. 61/056,781, filed on May 28, 2008 and U.S. Provisional Application No. 61/092,665, filed on August 28, 2008;

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, ASSIGNORS hereby sell, assign and transfer 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 as fully and entirely as the same would have been held and enjoyed by ASSIGNORS had this assignment, transfer and sale not been made. ASSIGNORS hereby authorize and request the Commissioner of Patents and Trademarks to issue all letters patent on said invention to ASSIGNEE. ASSIGNORS agree 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 letters patent, or for the purpose of protecting title to said invention or letters patent therefor.

Aug. 10, 2009
Date

M. A.
Mohammad Amin

City of Burnaby)
Province of BC)

ss.

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

Dated 10 Aug 2009

Signature of
Notary Public T. Pothé

Printed Name T. POTHÉ

My appointment does not expire.

07-17-2009
Date

City of Barnaby)

Province of BC)

Vicky Choi
Vicky Choi

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.

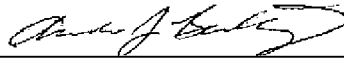
Dated 17 JULY 2009

Signature of Notary Public T. ROTHE

Printed Name T. ROTHE

My appointment expires DECEMBER 31, 2009


10 August 2009
Date


Andrew J. Berkley

City of Burnaby)
Province of BC)

ss.

I certify that I know or have satisfactory evidence that Andrew J. Berkley is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated 10 Aug 09
Signature of Notary Public 
Printed Name T. POTTE

My appointment does not expire.

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