

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
DemoGraFX, Inc.	06/05/2003
RECEIVING PARTY DATA	
Name:	Dolby Laboratories, Inc.
Street Address:	100 Potrero Avenue
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94103
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	12986240
CORRESPONDENCE DATA	
Fax Number:	(877)769-7945
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	202-783-5070
Email:	apsi@fr.com
Correspondent Name:	Dwight U. Thompson
Address Line 1:	FISH & RICHARDSON P.C.
Address Line 2:	P.O.BOX 1022
Address Line 4:	MINNEAPOLIS, MINNESOTA 55440-1022
ATTORNEY DOCKET NUMBER:	07314-0015011
NAME OF SUBMITTER:	Arlene F. Yates
Total Attachments: 25 source=Assignment to Dolby Laboratories, Inc.22pdf#page1.tif source=Assignment to Dolby Laboratories, Inc.22pdf#page2.tif source=Assignment to Dolby Laboratories, Inc.22pdf#page3.tif source=Assignment to Dolby Laboratories, Inc.22pdf#page4.tif	

CH \$40.00 12986240

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PATENT
REEL: 025671 FRAME: 0212

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ASSIGNMENT OF PATENTS

THIS ASSIGNMENT OF PATENTS (this "Assignment") is executed as of April 7, 2003, by and between DemoGraFX, Inc., a Delaware Corporation ("Assignor"), and Dolby Laboratories, Inc., a California Corporation ("Assignee"), and is delivered pursuant to that certain Asset Purchase Agreement, dated as of the date hereof, by and among Assignor, Assignee, Baker Communications Fund II (QP), L.P. and Baker Communications Fund II, L.P. (the "Purchase Agreement"). Capitalized terms used herein without definition shall have the respective meanings ascribed thereto in the Purchase Agreement.

BACKGROUND

A. Assignor currently owns the rights to the patents and patent applications, including any patents maturing therefrom, together with all divisions, continuations, continuations-in-part, substitutions, reexaminations, reissues, extensions or foreign counterparts of any of them, set forth on Exhibit A attached hereto (the "Patents").

B. Contemporaneously, with the execution of the Purchase Agreement and this Assignment by the parties hereto and thereto, Assignee shall acquire substantially all of the assets of Assignor, including, but not limited to, the Patents.

AGREEMENT

1. For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has assigned and transferred and does hereby assign and transfer unto Assignee and its successors, assigns or other legal representatives, Assignor's worldwide right, title and interest in and to the Patents together with that part of the goodwill of the business connected with the use of and symbolized by the Patents, all claims for damages by reason of past infringement of the Patents, including claims for injunction and damages, with the right to sue for and collect or enforce the same for its own use, and all rights under the international conventions, including the right to claim priority.

2. Assignor hereby agrees to execute, acknowledge and deliver, and cause to be executed, acknowledged and delivered, all such further assignments, transfers, conveyances or assurances as may be required for the better transferring, assigning, conveying, granting, assuring and confirming to Assignee of the Patents or to vest in Assignee all of Assignor's rights in and to the Patents and otherwise to consummate the transactions contemplated by this Assignment.

3. Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States of America and any official of any country or countries foreign to the United States whose duty it is to issue patent registrations, to issue registration of the Patents to Assignee, its successors, legal representatives and assigns, in accordance with this Agreement.

4. The terms of this Assignment shall bind and inure to the benefit of the parties hereto and their respective heirs, legal representatives and successors and assigns.

5. This Assignment shall be governed by the laws of the State of California.

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ASSIGNEE:

Dolby Laboratories, Inc., a California corporation

Dated: 4/8/03

By: Martin A. Jaffe
Name: Martin A. Jaffe
Title: Vice President

ACKNOWLEDGMENT

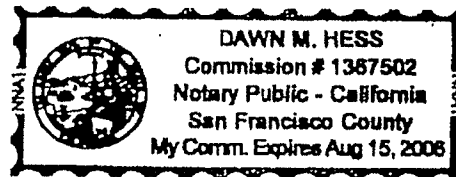
STATE OF California

COUNTY OF San Francisco

On April 8, 2003, before me Dawn M. Hess, a Notary Public in and for the County and State aforesaid, Martin A. Jaffe, [name, title] of Dolby Laboratories, Inc., personally appeared, who is personally known to me (or 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 executed the same in his authorized capacity and that by his signature on such instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS, my hand and official seal.

Dawn M. Hess
Signature



IN WITNESS WHEREOF, the parties have executed this Assignment of Patents as of the date first above written.

ASSIGNOR:

DemoGraFX, Inc., a Delaware corporation

Dated: 4/17/03

By: 
Name: PETER FORMAN
Title: CEO

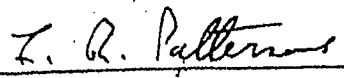
ACKNOWLEDGMENT

STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

On APRIL 17, 2003, before me F. R. PATTERSON, a Notary Public in and for the County and State aforesaid, PETER FORMAN [name, title] of DemoGraFX, Inc., personally appeared, who is personally known to me (or 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 executed the same in his authorized capacity and that by his signature on such instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS, my hand and official seal.


Signature



[Signature Page to Assignment of Patents]

Attachement A

ATTACHMENT

U.S. Serial Nos.

1. 09/541,701
2. 09/545,233
3. 09/648,414
4. 09/798,346
5. 09/904,192
6. 09/904,203
7. 09/905,039
8. 09/905,040
9. 10/187,395
10. 10/226,696

U.S. Patent Nos.

11. 5,305,324
12. 5,465,119
13. 5,737,027
14. 5,852,565
15. 5,988,863
16. 6,442,203

10364541.doc

Attachement B

ATTACHMENT 3.9.3

Patents and Patent Applications

COUNTRY	REFERENCE#	TYPE-FILED	SERIAL#	ISSUED	PATENT#	STATUS	EXPIRES
PIXEL INTERLACING APPARATUS AND METHOD							
Inventors: Gary Demos							
UNITED STATES	07314/002001	NEW	2/22/1991	07/659,227			
CANADA	07314/002CA1	CEQ	2/7/1992	2060831			
UNITED STATES	07314/002002	CON	12/27/1994	08/365,555	11/7/1995	5,465,119	ISSUED ALLOWED
					4/7/1998	5,737,027	ISSUED
DATA SCRAMBLING INTERFACE FOR CORRECTING LARGE BURST ERRORS IN HIGH SPEED, HIGH CAPACITY TAPE DRIVES							
Inventors: Gary Demos							
UNITED STATES	07314/003001	CON	7/6/1993	08/089,426	4/19/1994	5,305,324	ISSUED
TEMPORAL AND RESOLUTION LAYERING IN ADVANCED TELEVISION							
Inventors: Gary E. Demos							
UNITED STATES	07314/004001	R62	1/30/1996	08/594,815	12/22/1998	5,852,565	ISSUED
EUROPEAN PATENT	07314/004EP1	DCA	1/24/1997	97903871.8			PENDING
SINGAPORE	07314/004SG2	DIV	1/24/1997	9904274-9			PENDING
SINGAPORE	07314/004SG1	DCA	1/24/1997	9803957-1	11/16/1999	54905	
ISSUED							
MEXICO	07314/004MX1	DCA	1/24/1997	98 6108			
JAPAN	07314/004JP1	DCA	1/24/1997	09-527690			
WIPO	07314/004WO1	CEQ	1/24/1997	US97/00902			
CHINA	07314/004CN1	DCA	1/24/1997	97193217.4			
CANADA	07314/004CA1	DCA	1/24/1997	2245172			
SOUTH KOREA	07314/004KR1	DCA	1/24/1997	98-705826			
UNITED STATES	07314/004002	CON	12/21/1998	09/217,151	11/23/1999	5,988,863	ISSUED
UNITED STATES	07314/007001	CIP	4/3/2000	09/541,701			PENDING
UNITED STATES	07314/005001	CIP	4/7/2000	09/545,233			PENDING
UNITED STATES	07314/005JP1	DCA	4/6/2001	2001-574651			PENDING
JAPAN	07314/005CA1	DCA	4/6/2001	N/A			PENDING
CANADA	07314/005EP1	DCA	4/6/2001	01924762.6			PENDING
EUROPEAN PATENT	07314/005WO1	CEQ	4/6/2001	US01/11204			PUBLISHED NAT PHASE
WIPO							
SYSTEM AND METHOD FOR MOTION COMPENSATION AND FRAME RATE CONVERSION							
Inventors: Gary E. Demos							
UNITED STATES	07314/006001	NEW	11/5/1999	09/435,277	8/27/2002	6,442,203	ISSUED

PATENT

REEL: 025671 FRAME: 0221

CANADA	07314/006CA1	DCA	10/31/2000	2387701	PENDING
JAPAN	07314/006JP1	DCA	10/31/2000	2001-537274	PENDING
WIPO	07314/006WO1	CEQ	10/31/2000	US00/41771	NAT PHASE
EUROPEAN PATENT	07314/006EP1	DCA	10/31/2000	00992026.5	PUBLISHED
FILM AND VIDEO BI-DIRECTIONAL COLOR MATCHING SYSTEM AND METHOD					
Inventors: Gary A. Demos; David Ruhoff					
UNITED STATES	07314/008P01	NEW	4/7/2000	60/198,890	EXPIRED
UNITED STATES	07314/008001	FCA	8/24/2000	09/648,414	PENDING
HIGH PRECISION ENCODING AND DECODING OF VIDEO IMAGES					
Inventors: Gary A. Demos; David Ruhoff					
UNITED STATES	07314/009001	NEW	3/2/2001	09/798,346	PUBLISHED
WIPO	07314/009WO1	CEQ	3/1/2002	US02/06078	PUBLISHED
MOTION ESTIMATION FOR VIDEO COMPRESSION SYSTEMS					
Inventors: Gary A. Demos					
UNITED STATES	07314/010001	NEW	7/11/2001	09/904,192	PENDING
WIPO	07314/010WO1	CEQ	7/11/2002	US02/22062	PENDING
INTERPOLATION OF VIDEO COMPRESSION FRAMES					
Inventors: Gary A. Demos					
UNITED STATES	07314/012001	NEW	7/11/2001	09/904,203	PENDING
UNITED STATES	07314/015001	CIP	6/28/2002	10/187,395	PENDING
MACROBLOCK MODE DECISION BIASING FOR VIDEO COMPRESSION SYSTEMS					
Inventors: Gary A. Demos					
UNITED STATES	07314/011001	NEW	7/12/2001	09/905,040	PENDING
WIPO	07314/011WO1	CEQ	7/12/2002	US02/22202	PENDING
METHOD AND SYSTEM FOR IMPROVING COMPRESSED IMAGE CHROMA INFORMATION					
Inventors: Gary A. Demos					
UNITED STATES	07314/013001	NEW	7/12/2001	09/905,039	PENDING
WIPO	07314/013WO1	CEQ	7/12/2002	US02/22205	PENDING
METHOD AND APPARATUS FOR PROVIDING COMPUTER-COMPATIBLE FULLY SYNCHRONIZED AUDIO/VIDEO INFORMATION*					
Inventors: Gary A. Demos; Peter Spoer					
UNITED STATES	DEM-001-PAP	NEW	8/22/2002	10/226,696	PENDING
PCT	DEM-001-PCT			US02/26922	PENDING
ENCRYPTED AND WATERMARKED TEMPORAL AND RESOLUTION LAYERING IN ADVANCED					
Inventors: Gary E. Demos					
WIPO	07314/007WO1	CEQ	6/13/2002	US02/18884	PENDING

Legend

NEW - New utility application with no claim of priority
FCA - (File Complete Application) Utility claiming priority to provisional application
CON - Continuation application
DIV - Divisional application
CIP - Continuation-in-part application
R62 - Rule 62 (File Wrapper Continuation Application)
CEQ - Country Equivalent
DCA - Designated Country Application

Attachement C

Apostille

(Convention de La Haye du 5 Octobre 1961)

1. Country: *United States of America*

This public document:

2. *has been signed by Jeffrey W. Bullock*

3. *acting in the capacity of Secretary of State of Delaware*

4. *bears the seal/stamp of Office of Secretary of State*

Certified

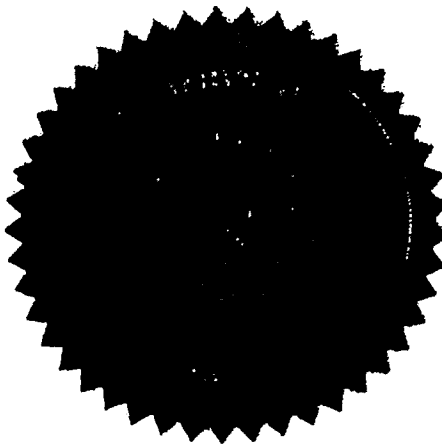
5. *at Dover, Delaware*

6. *the thirtieth day of April, A.D. 2009*

7. *by Secretary of State, Delaware Department of State*

8. No. *0384466*

9. Seal/Stamp:



10. Signature:

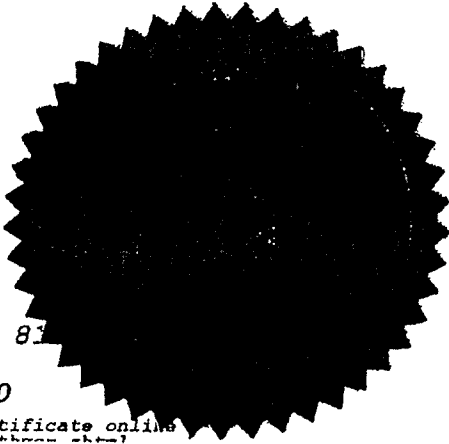
msar
Secretary of State

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "DEMOGRAFX, INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF FEBRUARY, A.D. 2001, AT 9 O'CLOCK A.M.



3362173 81

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You may verify this certificate online
at www.delaware.gov/authentic.htm



Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7274123

DATE: 04-30-09

PATENT

REEL: 025671 FRAME: 0226

STATE of DELAWARE
CERTIFICATE of INCORPORATION of
DemoGraFX, Inc.
A STOCK CORPORATION

- **First:** The name of this Corporation is DemoGraFX, Inc.
- **Second:** Its registered office in the State of Delaware is to be located at 15 East North Street, in the City of Dover, County of Kent, Zip Code 19901. The registered Agent in charge thereof is Kars Corporation.
- **Third:** The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
- **Fourth:** This Corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock". The total number of shares that this Corporation is authorized to issue is eight million one hundred thousand (8,100,000) shares. Six million (6,000,000) shares shall be Common Stock and two million one hundred thousand (2,100,000) shares shall be Preferred Stock, each with a par value of \$.0001 per share.
- **Fifth:** The name and mailing address of the incorporator are as follows:

Name: Christine Tuthill

Mailing Address: c/o Greenberg Glusker Fields Claman Machtinger & Kinsella
LLP
1900 Avenue of the Stars, Suite 2100
Los Angeles, CA 90067

- **Sixth:** A director of this Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent that exculpation from liability is not permitted under the Delaware General Corporation Law as in effect at the time such liability is determined. No amendment or repeal of this paragraph Sixth shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.
- **Seventh:** The Corporation shall indemnify each person who is or was a director or officer of this Corporation against expenses (including attorney's fees), judgments, fines and amounts paid in settling to the maximum extent permitted from time to time under the General Corporation Law of the State of Delaware. Such indemnification shall not be exclusive of other indemnification rights arising under any by-law, agreement, vote of

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 02/26/2001
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PATENT

REEL: 025671 FRAME: 0227

directors or stockholders or otherwise and shall inure to the benefit of the heirs and legal representatives of such person.

- **I, The Undersigned**, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 27th day of February, A.D. 2001.

By: Christine S. Tuthill
(Incorporator)

Name: Christine S. Tuthill

Attachment D

Apostille

(Convention de La Haye du 5 Octobre 1961)

1. Country: United States of America

This public document:

2. has been signed by Jeffrey W. Bullock

3. acting in the capacity of Secretary of State of Delaware

4. bears the seal/stamp of Office of Secretary of State

Certified

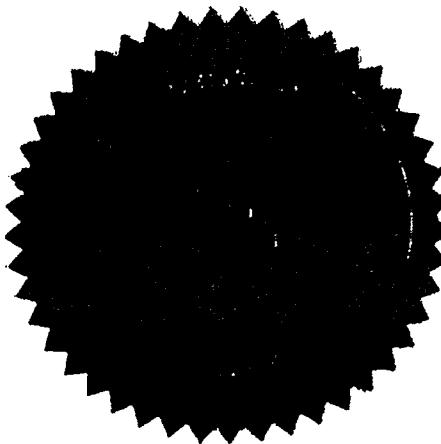
5. at Dover, Delaware

6. the thirtieth day of April, A.D. 2009

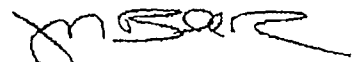
7. by Secretary of State, Delaware Department of State

8. No. 0384467

9. Seal/Stamp:



10. Signature:


Secretary of State

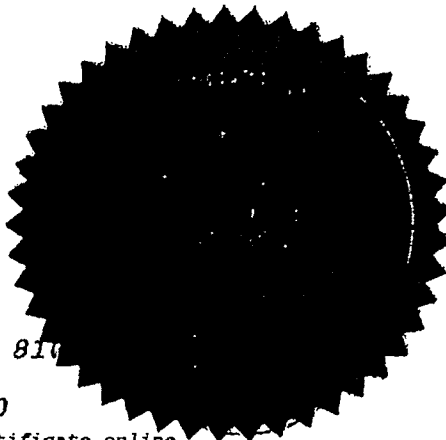
Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"DGFX DISAPPEARING CORP.", A CALIFORNIA CORPORATION,
WITH AND INTO "DEMOGRAFX, INC." UNDER THE NAME OF
"DEMOGRAFX, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE THE NINETEENTH DAY OF MARCH, A.D. 2001, AT 9 O'CLOCK A.M.



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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7274124

DATE: 04-30-09

PATENT

REEL: 025671 FRAME: 0231

CERTIFICATE OF MERGER

of

DGFX DISAPPEARING CORP.
(a California corporation),

with and into

DEMOGRAFX, INC.
(a Delaware corporation)

Pursuant to the provisions of Section 252 of the Delaware General Corporation Law (the "DGCL"), DemoGraFX, Inc., a corporation incorporated and existing under the laws of the State of Delaware, hereby certifies as follows:

FIRST: The names and states of incorporation of each of the constituent corporations (the "Constituent Corporations") of the merger (the "Merger") are as follows:

<u>Name</u>	<u>State of Organization and Domicile</u>
DGFX Disappearing Corp.	a California corporation
DemoGraFX, Inc.	a Delaware corporation

SECOND: An Agreement of Merger, dated as of March 12, 2001 (the "Merger Agreement"), between DGFX Disappearing Corp., a California corporation ("DGFX") and DemoGraFX, Inc., a Delaware corporation, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 252(b) of the DGCL.

THIRD: The surviving corporation in the Merger (the "Surviving Corporation") is DemoGraFX, Inc.

FOURTH: The Certificate of Incorporation of the Surviving Corporation in effect as of the date of the merger shall be the Certificate of Incorporation of the Surviving Corporation unless and until amended in accordance with its terms and applicable law.

FIFTH: The executed Agreement of Merger is on file at the principal place of business of the Surviving Corporation located at 3205 Ocean Park Boulevard, Suite 100, Santa Monica, CA 90405.

SIXTH: A copy of the Agreement of Merger will be furnished by the Surviving Corporation, upon request and without cost, to any stockholder of any Constituent Corporation.

SEVENTH: The authorized capital stock of DGFX consists of 5,000,000 shares of Common Stock, of which 1,988,365 shares are issued and outstanding, and 2,500,000 shares of Preferred Stock, none of which are issued and outstanding. All stock has a par value of \$.00.

EIGHTH: The Merger shall become effective immediately upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware in accordance with the provisions of Section 252 of the DGCL.

IN WITNESS HEREOF, DemoGraFX, Inc. has caused this certificate to be signed by its President this 16 day of March 2001.

DEMOGRAFX, INC.

By:



Gary Demos, President

Attachment E

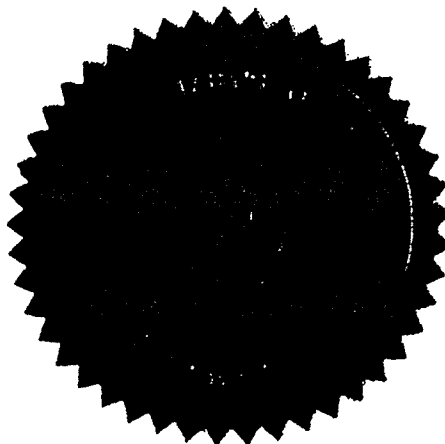
Apostille

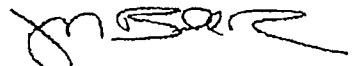
(Convention de La Haye du 5 Octobre 1961)

1. Country: United States of America
2. This public document:
has been signed by Jeffrey W. Bullock
3. acting in the capacity of Secretary of State of Delaware
4. bears the seal/stamp of Office of Secretary of State

Certified

5. at Dover, Delaware
6. the thirtieth day of April, A.D. 2009
7. by Secretary of State, Delaware Department of State
8. No. 0384471
9. Seal/Stamp:
10. Signature:



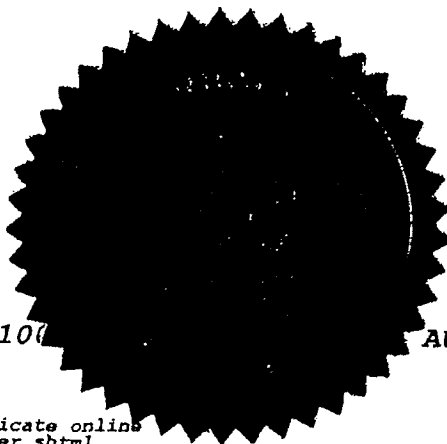

Secretary of State

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF DISSOLUTION OF "DEMOGRAFX, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF JUNE, A.D. 2003, AT 12:09 O'CLOCK P.M.



3362173 8100

090412430

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7274128

DATE: 04-30-09

PATENT

REEL: 025671 FRAME: 0236

CERTIFICATE OF DISSOLUTION

OF

DEMOGRAFX, INC.

(Pursuant to Section 275 of the Delaware General Corporation Law)

The undersigned, being the Secretary of DemoGraFX, Inc., a Delaware corporation, hereby certifies and sets forth:

(1) The name of the corporation is DemoGraFX, Inc. (the "Corporation").

(2) The dissolution of the Corporation was authorized by the Board of Directors of the Corporation on April 9, 2003 and by the stockholders of the Corporation on April 22, 2003.

(3) The dissolution of the Corporation was authorized by the unanimous vote of the Board of Directors of the Corporation and by the holders of a majority of the outstanding stock of the Corporation, in accordance with Sections 275(a) and 275(b) of the General Corporation Law of the State of Delaware.

(4) The name and address of the directors and officers of the Corporation are set forth below.

<u>Name</u>	<u>Title</u>	<u>Address</u>
Peter Forman	Interim Chief Executive Officer and Acting President	c/o Kronish Lieb Weiner & Hellman LLP 1114 Avenue of the Americas New York, N.Y. 10036 Attn: Ralph J. Sutcliffe
Kenneth Boschwitz	Secretary and Treasurer	c/o Kronish Lieb Weiner & Hellman LLP 1114 Avenue of the Americas New York, N.Y. 10036 Attn: Ralph J. Sutcliffe

Henry Baker Director

c/o Kronish Lieb Weiner &
Hellman LLP
1114 Avenue of the Americas
New York, N.Y. 10036
Attn: Ralph J. Sutcliffe

John C. Baker Director

c/o Kronish Lieb Weiner &
Hellman LLP
1114 Avenue of the Americas
New York, N.Y. 10036
Attn: Ralph J. Sutcliffe

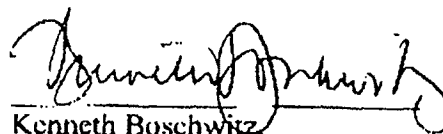
David Ruberg Director

c/o Kronish Lieb Weiner &
Hellman LLP
1114 Avenue of the Americas
New York, N.Y. 10036
Attn: Ralph J. Sutcliffe

Bryan Satterlee Director

c/o Kronish Lieb Weiner &
Hellman LLP
1114 Avenue of the Americas
New York, N.Y. 10036
Attn: Ralph J. Sutcliffe

IN WITNESS WHEREOF, the undersigned has executed this Certificate of
Dissolution this 5th day of June, 2003.



Kenneth Boschwitz
Secretary and Treasurer