

PATENT ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT										
NATURE OF CONVEYANCE:	ASSIGNMENT										
CONVEYING PARTY DATA											
<table border="1"> <thead> <tr> <th>Name</th> <th>Execution Date</th> </tr> </thead> <tbody> <tr> <td>Mohammad Amin</td> <td>08/10/2009</td> </tr> </tbody> </table>		Name	Execution Date	Mohammad Amin	08/10/2009						
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RECEIVING PARTY DATA											
<table border="1"> <tr> <td>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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PROPERTY NUMBERS Total: 1											
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CORRESPONDENCE DATA											
Fax Number:	(206)682-6031										
Phone:	(206) 622-4900										
Email:	sandyc@seedip.com										
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>											
Correspondent Name:	Frank Abramonte										
Address Line 1:	701 Fifth Avenue										
Address Line 2:	Suite 5400										
Address Line 4:	SEATTLE, WASHINGTON 98104										
ATTORNEY DOCKET NUMBER:	240105.489C1										
NAME OF SUBMITTER:	Frank Abramonte										
<p>Total Attachments: 3 source=489C1_Assignment#page1.tif source=489C1_Assignment#page2.tif source=489C1_Assignment#page3.tif</p>											

CH \$40.00 12945717

PATENT

ASSIGNMENT

WHEREAS, We,

Name	Address	
Mohammad Amin	100 – 4401 Still Creek Drive Burnaby, British Columbia V5C 6G9 CANADA	; and
Michael Coury	1708 East 36 th Avenue Vancouver, British Columbia V5P 1C5 CANADA	;

(hereinafter referred to as ASSIGNORS), having addresses as listed above next to our names, are the joint inventors of an invention entitled "**PARAMETER LEARNING SYSTEM FOR SOLVERS,**" as described and claimed in the specification for which a PCT international application was filed in the U.S. Receiving Office of the PCT on June 9, 2009, and which was assigned PCT International Application No. PCT/US2009/046791; and

WHEREAS, said PCT international application claims priority to U.S. Provisional Patent Application No. 61/060,318 filed June 10, 2008 and U.S. Provisional Patent Application No. 61/095,527 filed September 9, 2008; and

WHEREAS, **D-Wave Systems Inc.**, (hereinafter referred to as ASSIGNEE), a corporation incorporated under the laws of Canada, having a place of business at 100 – 4401 Still Creek Drive, Burnaby, British Columbia 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 their entire right, title and interest in and to said invention, said PCT international 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 provisional applications to which said foreign applications are entitled by virtue of international convention, treaty or otherwise, said invention, PCT international application and all letters patent on said invention to be held and enjoyed by ASSIGNEES and their successors

and assign 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 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 said letters patent, or for the purpose of protecting title to said invention or letters patent therefor.

This Assignment is considered effective as from June 10, 2008.

Aug. 10, 2009
Date

M. Amin
Mohammad Amin

Province of British Columbia)
Country of Canada) 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.

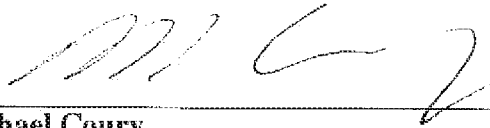
Dated 10 AUG 09

Signature of Notary Public [Signature]

Printed Name T. ROTHE

My Commission is for as long as I remain a practicing member of the Law Society of British Columbia.

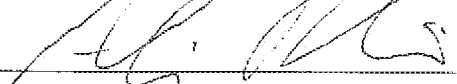
August 11, 2009.
Date


Michael Coury

Province of British Columbia)
Country of Canada) ss.

I certify that I know or have satisfactory evidence that **Michael Coury** 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 Aug 11th 2009

Signature of Witness 

Printed Name ALI ROHI