

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
XM Satellite Radio Inc.		05/10/2005	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Delphi Technologies, Inc.		
<b>Street Address:</b>	5825 Delphi Drive		
<b>Internal Address:</b>	M/C 480-410-202		
<b>City:</b>	Troy		
<b>State/Country:</b>	MICHIGAN		
<b>Postal Code:</b>	48098		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	76448417	MYFI	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(248)813-1211		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	248-813-1209		
<b>Email:</b>	robin.w.dorer@delphi.coM		
<b>Correspondent Name:</b>	Delphi Technologies, Inc.		
<b>Address Line 1:</b>	5825 Delphi Drive		
<b>Address Line 2:</b>	M/C 480-410-202		
<b>Address Line 4:</b>	Troy, MICHIGAN 48098		
<b>NAME OF SUBMITTER:</b>	Thomas N. Twomey		
<b>Signature:</b>	/Thomas N. Twomey/		
<b>Date:</b>	05/16/2005		

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Total Attachments: 1  
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## ASSIGNMENT

WHEREAS, XM SATELLITE RADIO INC., a Delaware Corporation, with an office at 1500 Eckington Place, N.E., Washington D.C. 2002 (Assignor), is the owner of the trademark MYFI ("said trademark"), including United States application Serial No. 76-448417, filed September 10, 2002 ("said trademark application");

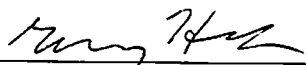
AND WHEREAS, DELPHI TECHNOLOGIES, INC., a Delaware corporation, with an office at 5825 Delphi Drive, Troy, Michigan 48098 (Assignee), is desirous of acquiring the right, title and interest in and to said trademark, said trademark application and the goodwill of the business associated therewith;

AND WHEREAS, Assignor and Assignee entered into a Delphi Wearable Production, Marketing, Distribution and License Agreement dated as of November 15, 2004 (the "Agreement");

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, said Assignor does hereby sell, assign and transfer to said Assignee, its successors and assigns, all right, title and interest in and to said trademark and said trademark application, together with the goodwill of the business connected with the use of and symbolized by said trademark, subject to Section 2.9 of the Agreement.

IN WITNESS WHEREOF, said ASSIGNOR has hereunto executed this instrument this 10th day of May, 2005.

XM SATELLITE RADIO INC.

By: 

Title: SVP, Advertising + Brand Mgmt.