

MCD
11.9.98



100901479

To the Honorable Commissioner of Patent

ed original documents or copy thereof.

1. Name of conveying party(ies):
 General Instrument Corporation
 (GIC-2)

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
 Name: General Instrument Corporation (GIC-3)
 Internal Address: _____
 Street Address: 101 Tournament Drive
 City: Horsham State: PA ZIP: 19044

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 3, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

 1,078,776
 1,663,294

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Gerald B. Halt, Jr., Esquire
 Internal Address: Volpe and Koenig, P.C.
400 One Penn Center

 Street Address: 1617 John F. Kennedy Blvd.

 City: Philadelphia State: PA ZIP: 19103

11/17/1998 DNGUYEN 00000236 220493 1078776

01 FC:481 40.00 CH
 02 FC:482 25.00 CH

6. Total number of applications and registrations involved:..... 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
22-0493. Our Order No. is 534
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Gerald B. Halt, Jr. _____
 Name of Person Signing Signature

_____ November 7, 1998
 Date

Reg. No. 37,633 Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT

WHEREAS, General Instrument Corporation (GIC-1) was incorporated as a Delaware corporation on June 12, 1967;

WHEREAS, General Instrument Corporation (GIC-1) by name change on March 26, 1992 became known as GI Corporation;

WHEREAS, GI Corporation by name change on July 22, 1993 became known as General Instrument Corporation of Delaware;

WHEREAS, FLGI Holding Corporation, a Delaware corporation incorporated on June 28, 1990, by name change on March 30, 1992 became known as General Instrument Corporation (GIC-2);

WHEREAS, General Instrument Corporation of Delaware merged with and into General Instrument Corporation (GIC-2) on July 25, 1997, with General Instrument Corporation (GIC-2) being the surviving corporation;

WHEREAS, General Instrument Corporation (GIC-2) by name change on July 21, 1997 (effective July 25, 1997) became known as General Semiconductor, Inc.;

WHEREAS, General Semiconductor, Inc. ("ASSIGNOR"), a Delaware Corporation having its principal place of business at 10 Melville Park Road, Melville, New York 11747, is the owner of U.S. Trademark, Registration No. 1,078,776, registered on December 6, 1977 for the mark INTRA-SHIELD ("Mark");

WHEREAS, General Instrument Corporation (GIC-3) ("ASSIGNEE"), a Delaware corporation having its principal place of business at 101 Tournament Drive, Horsham, Pennsylvania 19044 desires to acquire the above registered Mark and the goodwill of the business symbolized thereby; and

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all of the right, title, and interest in and to the aforesaid registered Mark and any goodwill of the business symbolized thereby. It is agreed that the ASSIGNOR shall be legally bound upon request from ASSIGNEE to execute all instruments which ASSIGNEE may deem necessary or desirable for securing and maintaining the Mark hereby assigned, all without further compensation to ASSIGNOR.

The undersigned warrants that the rights and property herein conveyed are free and clear of any encumbrance and that she has a present specific authority to execute this document of behalf of ASSIGNOR.

EXECUTED on behalf of General Semiconductor, Inc. by Shawn L. McClintock on this 3rd day of November, 1998 at Horsham, PA.

Shawn L. McClintock (L.S.)
Shawn L. McClintock
by Power of Attorney

State of Pennsylvania

ss.

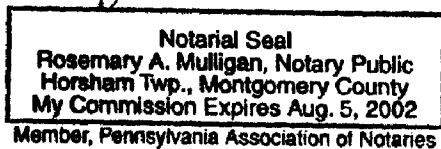
County of Montgomery

On this 3rd day of November, 1998 before me personally appeared Shawn L. McClintock, to me known to be the person described herein and who executed the foregoing instrument, and acknowledged that she executed the same knowingly and willingly and for the purposes therein contained and displayed unto me her power of attorney for this purpose.

Witness my hand and Notarial seal the day and year immediately above written.

Rosemary A. Mulligan
Notary Public

My Commission Expires: 8/5/02



ASSIGNMENT

WHEREAS, General Instrument Corporation (GIC-1) was incorporated as a Delaware corporation on June 12, 1967;

WHEREAS, General Instrument Corporation (GIC-1) by name change on March 26, 1992 became known as GI Corporation;

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WHEREAS, General Instrument Corporation (GIC-2) by name change on July 21, 1997 (effective July 25, 1997) became known as General Semiconductor, Inc.;

WHEREAS, General Semiconductor, Inc. ("ASSIGNOR"), a Delaware Corporation having its principal place of business at 10 Melville Park Road, Melville, New York 11747, is the owner of U.S. Trademark, Registration No. 1,663,294, registered on November 5, 1991 for the mark VCLINK ("Mark");

WHEREAS, General Instrument Corporation (GIC-3) ("ASSIGNEE"), a Delaware corporation having its principal place of business at 101 Tournament Drive, Horsham, Pennsylvania 19044 desires to acquire the above registered Mark and the goodwill for the business symbolized thereby; and

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all of the right, title, and interest in and to the aforesaid registered Mark and any goodwill of the business symbolized thereby. It is agreed that the ASSIGNOR shall be legally bound upon request from ASSIGNEE to execute all instruments which ASSIGNEE may deem necessary or desirable for securing and maintaining the Mark hereby assigned, all without further compensation to ASSIGNOR.

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EXECUTED on behalf of General Semiconductor, Inc. by Shawn L. McClintock on this 3rd day of November, 1998 at Horsham, PA.

Shawn L. McClintock (L.S.)
Shawn L. McClintock
by Power of Attorney

State of Pennsylvania
County of Montgomery ss.

On this 3rd day of November, 1998 before me personally appeared Shawn L. McClintock, to me known to be the person described herein and who executed the foregoing instrument, and acknowledged that she executed the same knowingly and willingly and for the purposes therein contained and displayed unto me her power of attorney for this purpose.

Witness my hand and Notarial seal the day and year immediately above written.

Rosemary A. Mulligan
Notary Public

My Commission Expires: 8/5/02

