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04-19-2001

For 1-31-9:

04-11-2001

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



U.S. Patent & TMO/TM Mail Rpt Dt. #61

Patents and Trademarks: Please record the attach

101680360

1. Name of conveying party(ies):

Central Research Laboratories Limited

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership
- United Kingdom

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

2. Name and address of receiving party(ies):

Name: Thorn Secure Science Limited

Address: Rutland House, Hargreaves Road
Sindon Wiltshire SN2 5AX, England

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State United Kingdom
- 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) & addresses attached? Yes No

3. Nature of conveyance:

4-11-01

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: May 12, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s).

1,191,084

Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Patrick Boisson

Internal Address: Fross Zelnick Lehrman & Zissu, P.C.

Street Address: 866 United Nations Plaza

City: New York State: NY Zip: 10017

6. Total number of applications and registration involved:.....1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed
 - Authorized to be charged to deposit account
- (Only if total fee is not sufficient)

8. Deposit account number:

23-0825-0576900

40E

(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.

Patrick Boisson
Name of Person Signing

Boisson
Signature

4/11/2001
Date

Total number of pages comprising cover sheet: _____

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registration No. 1191084 :
Mark: WATERMARK MAGNETICS :
Registration Date: March 2, 1982 :
Class: 9 :

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Thorn Secure Science Limited, a company organized and existing under the laws of the United Kingdom, No. 3261523, located at Rutland House, Hargreaves Road, Swindon, Wiltshire, England, the owner of the above-identified trademark registration, hereby appoints the law firm of Fross Zelnick Lehrman & Zissu, P.C. of 866 United Nations Plaza, New York, New York 10017 (Tel: 212-813-5900) its attorneys and representatives upon whom notices or process in proceedings affecting the above-identified mark may be served.

Dated: 10/11/00

**THORN SECURE SCIENCE
LIMITED**

By: 

Name: P. CHRISTOPHER

Title: COMPANY SECRETARY

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I hereby certify that this is a true copy of the original Assignment Document.

INTELLECTUAL PROPERTY AGREEMENT

15/5/98

DATE: 12th May 1998

Between:

- 1) **Central Research Laboratories Limited** (registered number 22684463) whose registered office is at Dawley Road, Hayes Middlesex UB3 1HH ("CRL"); and
- 2) **Scipher Limited** (registered number 3248274) whose registered office is at Dawley Road, Hayes, Middlesex UB3 1HH ("Scipher")

(CRL and Scipher together referred to as "the Vendors")

- 3) **Thorn Secure Science Limited** (registered number 3261523) whose registered office is at Rutland House, Hargreaves Road, Swindon Wiltshire ("**the Purchaser**")

A) By an Agreement dated 31st October 1996 and made between EMI Group PLC, Scipher Limited, Central Research Laboratories Limited, QED Patents Limited and Thorn Secure Science Limited, the parties effected the assignment or licensing of various intellectual property rights ("the IP Agreement")

B) Under the IP Agreement the TSSL patents and TSSL trade marks were assigned by EMIG6 Limited (formerly known as Thorn Secure Science Limited) and EMI Group PLC to CRL and Scipher.

IT IS AGREED THAT:-

1) Interpretation

In this Agreement the following words and expressions shall have the following meanings:-

"TSSL Patents" means the patents listed in schedule A

"TSSL Trade Marks" means the trade marks listed in schedule B

2) Assignment

In consideration of the payment by TSSL to the Vendors of the sum of £1, receipt of which the Vendors hereby acknowledge, the Vendors now assign to TSSL with full title guarantee.

- a) all right, title and interest in and to the TSSL Trade Marks, in each case together with all goodwill in such marks and the right to apply for further trade mark registrations in respect of the marks which are the subject of the same;
- b) all right, title and interest in and to the TSSL Patents.

3) General Provisions relating to Assignments

Each of the Vendors shall from time to time execute all documents reasonably necessary or desirable to give effect to the assignments referred to in this Agreement including formal documents for registration at the relevant trade mark registry and/or patent office.

- 4) **IT IS HEREBY CERTIFIED** that the transaction hereby effected does not form part of a larger transaction or a series of transactions in respect of which the amount or value or the aggregate amount or value of the consideration exceeds sixty thousand pounds (£60,000).

IN WITNESS WHEREOF the parties hereto have executed this Agreement the day and year first above written.

SCHEDULE A
TSSL PATENTS

See attached

SCHEDULE

GB	9618454.4	P.Q. 30,676
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EPO	95924429.4	P.Q. 30,669
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GB	2291522	
Singapore	9700398.2	
Korea	700256/97	
India	1313/DEL/95	
China	95194137.2	
Brazil	PI 9508281-6	
Malaysia	9502096	
S.Africa	95/5824	
Tawian	NI-078475	
Australia	28929/95	
Japan	8-504686	
Canada	2195003	
USA	08/765,699	

GB	EP 658267	P.Q. 12,492
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France	658267	
Germany	69314499	
Holland	658267	
Italy	658267	
Spain	658267	
USA	5612528	
N.Z.	254215	
Korea	700307/95	
Australia	664476	
Japan	6-504324	
Canada	2141059	

GB	9600815.6	P.Q. 30,671
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GB	2272560	P.Q. 30,665
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SCHEDULE B

TSSL TRADE MARKS

See attached

(4)

TRADE MARK APPLICATIONS.

Report TH.ARCHIVE.4 Listing by Client, Proprietor, Country, Trademark: printed 06 NOV 1997
Client:..... Proprietor:..... Country:..... Trademark:..... Class. App.no..... App.date.... Reg.no..... Reg.date.... Status Renewal due Agent

Client	Proprietor	Country	Trademark	Class	App.no	App.date	Reg.no	Reg.date	Status	Renewal due Agent
THORN Secure Science International	Scipher Limited	Brazil	WATERMARK MAGNETICS	9					PEN	DANH
TRANSACTION GROUP	THORN EMI plc	Croatia	WM DEVICE AND WORDS WATERMARK MAGNETICS	16	9 2940966A	18 APR 1994			PEN	RIST
TRANSACTION GROUP	THORN EMI plc	Japan	WM DEVICE	16	9 6-46683	13 MAY 1994			PEN	AOKI
TRANSACTION GROUP	THORN EMI plc	Macedonia	WM DEVICE AND WORDS WATERMARK MAGNETICS	16	9 2182194	09 AUG 1994			PEN	RIST
TRANSACTION GROUP	THORN EMI plc	Slovakia	WM DEVICE AND WORDS WATERMARK MAGNETICS	16	9 POZ2273-95	11 AUG 1995			PEN	ASLO
TRANSACTION GROUP	THORN EMI plc	United Arab Emi	WM DEVICE AND WORDS WATERMARK MAGNETICS	16	9 8638	28 NOV 1994			PEN	THP8
TRANSACTION GROUP	THORN EMI plc	Yugoslavia	WM DEVICE AND WORDS WATERMARK MAGNETICS	16	9 2158/94	22 MAR 1994			PEN	RIST

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 Client:..... Proprietor:..... Country:..... Trademark:..... Class. App.no..... App.date... Reg.no.... Reg.date... Status Renewal due Agent

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TRANSACTION GROUP	THORN EMI plc	Canada	WATERMARK MAGNETICS	466636	04 MAR 1981	278633	08 APR 1983	REG	08 APR 1998	RID
TRANSACTION GROUP	THORN EMI plc	China	WATERMARK	9 95023645	07 MAR 1995	918473	20 DEC 1996	REG	20 DEC 2006	CHIA
TRANSACTION GROUP	THORN EMI plc	Czech Republic	WM DEVICE AND WORDS WATERMARK MAGNETICS	9 0-102738	11 AUG 1995	198751	28 MAR 1997	REG	11 AUG 2005	ASLO
				16						
TRANSACTION GROUP	THORN EMI plc	Denmark	WATERMARK MAGNETICS	9 846/1979	27 FEB 1979	3405/1979	16 NOV 1979	REG	16 NOV 1999	HUDE
TRANSACTION GROUP	THORN EMI plc	Finland	WATERMARK MAGNETICS	9 1299/79	02 MAR 1979	80298	20 JAN 1982	REG	20 JAN 2002	LEIT
TRANSACTION GROUP	THORN EMI plc	France	WATERMARK MAGNETICS	9 546606	29 FEB 1980	1577652	29 FEB 1980	REG	28 FEB 2000	REGI
TRANSACTION GROUP	THORN EMI plc	Greece	WATERMARK MAGNETICS	9 81859	13 FEB 1986	81859	17 JUL 1988	REG	13 FEB 2006	THEO
TRANSACTION GROUP	THORN EMI plc	Hong Kong	WATERMARK MAGNETICS	9 1477/86	30 APR 1986	1589/87	27 JUN 1987	REG	30 APR 2007	WG
TRANSACTION GROUP	THORN EMI plc	Ireland	WATERMARK MAGNETICS	9 453/80	19 FEB 1980	98421	19 FEB 1980	REG	19 FEB 2001	FRKE
TRANSACTION GROUP	THORN EMI plc	Israel	WATERMARK MAGNETICS	9 62613	22 JAN 1986	62613	22 JAN 1986	REG	21 JAN 2007	AEM
TRANSACTION GROUP	THORN EMI plc	Italy	WATERMARK MAGNETICS	9 16 17763/80	07 MAR 1980	378253	14 NOV 1985	REG	07 MAR 2000	FUME
TRANSACTION GROUP	THORN EMI plc	Italy	WM DEVICE	9 20473/80	21 JUL 1980	387060	10 JAN 1986	REG	21 JUL 2000	FUME
TRANSACTION GROUP	THORN EMI plc	Japan	WATERMARK MAGNETICS	9 6-24188	14 MAR 1994	4006441	30 MAY 1997	REG	30 MAY 2007	AOKI
TRANSACTION GROUP	THORN EMI plc	New Zealand	WATERMARK MAGNETICS	9 163259	21 JAN 1986	163259	21 JAN 1986	REG	21 JAN 2007	BALD
TRANSACTION GROUP	THORN EMI plc	Norway	WATERMARK MAGNETICS	9 790586	27 FEB 1979	106619	20 NOV 1980	REG	20 NOV 2000	OSLO
TRANSACTION GROUP	THORN EMI plc	Russian Federat	WM DEVICE AND WORDS WATERMARK MAGNETICS	9 94005276	22 FEB 1994	136151	29 DEC 1995	REG	22 FEB 2004	SOJU
				16						
TRANSACTION GROUP	THORN EMI plc	Slovenia	WM DEVICE AND WORDS	9 2-9471242	09 SEP 1994	9471242	09 APR 1996	REG	09 SEP 2004	RIST

TRADEMARK

TRANSACTION GROUP	EMI Group plc	Korea (South)	WATERMARK MAGNETICS	39 8269/86	06 MAY 1986 141490	08 JUN 1987 REG	08 JUN 1997 NAM
TRANSACTION GROUP	EMI Group plc	Korea (South)	WATERMARK MAGNETICS	52 8270/86	06 MAY 1986 142474	24 JUN 1987 REG	24 JUN 1997 NAM
TRANSACTION GROUP	EMI Group plc	Korea (South)	WATERMARK MAGNETICS	36 8268/86	06 MAY 1986 144492	19 AUG 1987 REG	19 AUG 1997 NAM
TRANSACTION GROUP	EMI Group plc	Korea (South)	WATERMARK MAGNETICS (Korean Version)	36 1357/88	26 JAN 1988 172108	14 JUN 1989 REG	14 JUN 1999 NAM
TRANSACTION GROUP	EMI Group plc	Korea (South)	WATERMARK MAGNETICS (Korean Version)	39 2129/88	02 FEB 1988 174354	07 JUL 1989 REG	07 JUL 1999 NAM
TRANSACTION GROUP	EMI Group plc	Korea (South)	WATERMARK MAGNETICS (Korean Version)	52 2130/88	02 FEB 1988 175186	20 JUL 1989 REG	20 JUL 1999 NAM
TRANSACTION GROUP	THORN EMI plc	Argentina	WATERMARK MAGNETICS	9 1524860	13 FEB 1986 1350956	04 JUL 1989 REG	04 JUL 1999 OBLI
TRANSACTION GROUP	THORN EMI plc	Australia	WATERMARK	9 A323724	03 NOV 1978 A323724	03 NOV 1978 REG	03 NOV 1999 GRIF
TRANSACTION GROUP	THORN EMI plc	Australia	WATERMARK	16 A347658	03 NOV 1978 A347658	03 NOV 1978 REG	03 NOV 1999 GRIF
TRANSACTION GROUP	THORN EMI plc	Australia	WATERMARK MAGNETIC	16 A328838	15 FEB 1979 A328838	15 FEB 1979 REG	15 FEB 2000 GRIF
TRANSACTION GROUP	THORN EMI plc	Australia	WATERMARK MAGNETICS	9 A329566	01 MAR 1979 A329566	01 MAR 1979 REG	01 MAR 2000 GRIF
TRANSACTION GROUP	THORN EMI plc	Australia	WM DEVICE AND WORDS WATERMARK MAGNETICS	9 A564907	08 OCT 1991 A564907	08 OCT 1991 REG	08 OCT 1998 GRIF
TRANSACTION GROUP	THORN EMI plc	Austria	WATERMARK MAGNETICS	9 AM128/86	16 JAN 1986 113010	16 JAN 1986 REG	30 JUN 2006 ATZW
				16			
				17			
TRANSACTION GROUP	THORN EMI plc	BeneLux	WATERMARK MAGNETICS	9 638604	18 SEP 1980 368585	18 SEP 1980 REG	18 SEP 2000 GRAA
TRANSACTION GROUP	THORN EMI plc	Brazil	WATERMARK MAGNETICS	9.40 813176190	09 JAN 1987 813176190	17 JAN 1989 REG	17 JAN 1999 DANN
				9.55			

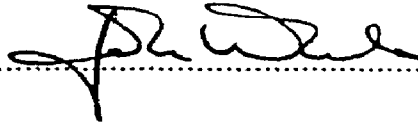
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TRANSACTION GROUP	Client	Proprietor	Country	Trademark	Class.	App.no.	App.date	Reg.no.	Reg.date	Status	Renewal due	Agent
				WATERMARK MAGNETICS								
						9 86/6337	23 SEP 1986	86/6337	23 SEP 1986	REG	23 SEP 2006	ADAM
TRANSACTION GROUP	THORN EMI plc		South Africa	WATERMARK MAGNETICS		9 1131867	16 JAN 1986	1131867/8	05 NOV 1987	REG	05 NOV 2007	CHES
TRANSACTION GROUP	THORN EMI plc		Spain	WATERMARK MAGNETICS		16 1178887	03 FEB 1987	1178887/9	05 SEP 1988	REG	05 SEP 2008	CHES
TRANSACTION GROUP	THORN EMI plc		Spain	WATERMARK MAGNETICS		9 1113/79	28 FEB 1979	170663	18 JAN 1980	REG	18 JAN 2000	ALBI
TRANSACTION GROUP	THORN EMI plc		Sweden	WATERMARK MAGNETICS		9 332	16 JAN 1986	345180	16 JAN 1986	REG	16 JAN 2006	ISLE
TRANSACTION GROUP	THORN EMI plc		Switzerland	WATERMARK MAGNETICS		9 2014839	21 MAR 1995	2014839	21 MAR 1995	REG	21 MAR 2005	MATH
TRANSACTION GROUP	THORN EMI plc		United Kingdom	CHECKMARK AND WM LOGO		9 2014789	21 MAR 1995	2014789	21 MAR 1995	REG	21 MAR 2005	MATH
TRANSACTION GROUP	THORN EMI plc		United Kingdom	CODEMARK AND WM LOGO		9 2014791	21 MAR 1995	2014791	21 MAR 1995	REG	21 MAR 2005	MATH
TRANSACTION GROUP	THORN EMI plc		United Kingdom	SMARTMARK AND WMIC LOGO		9 1096082	25 MAY 1978	1096082	25 MAY 1978	REG	25 MAY 1999	MATH
TRANSACTION GROUP	THORN EMI plc		United Kingdom	WATERMARK		9 1096083	25 MAY 1978	1096083	25 MAY 1978	REG	25 MAY 1999	MATH
TRANSACTION GROUP	THORN EMI plc		United Kingdom	WATERMARK MAGNETICS		9 1132558	24 APR 1980	1132558	24 APR 1980	REG	24 APR 2001	MATH
TRANSACTION GROUP	THORN EMI plc		United Kingdom	WATERMARK MAGNETICS WM AND DEVICE		9 195684	05 DEC 1978	1191084	02 MAR 1982	REG	02 MAR 2002	WEISS
TRANSACTION GROUP	THORN EMI plc		United States	WATERMARK MAGNETICS		9 T28172/9WZ	28 OCT 1988	1144401	09 AUG 1989	REG	28 OCT 1998	BRUM
TRANSACTION GROUP	THORN SECURE SCIENCE LIMITED		Germany	WATERMARK MAGNETICS		9 T28173/9WZ	28 OCT 1988	1144415	09 AUG 1989	REG	28 OCT 1998	BRUM
TRANSACTION GROUP	THORN SECURE SCIENCE LIMITED		Germany	WM DEVICE AND WORDS WATERMARK MAGNETICS								

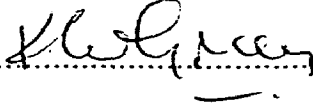
Signed for and on behalf of
Central Research Laboratories Limited


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Signed for and on behalf of
Thorn Secure Science Limited

A. Vaidya Managing Director

Signed for and on behalf of
Scipher Limited


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