

ASSIGNMENT AND AGREEMENT


For value received, we Alvin WEXLER, Zhen MU and Guye S. STROBEL whose full post office addresses are 163 McAdam Avenue, Winnipeg, Manitoba, Canada, R2W 0A7; 210 Woodridge Crescent, Nepean, Ontario, Canada, K2B 8E9 and

hereby sell, assign and transfer to TASC LTD., whose full post office address is 163 McAdam Avenue, Winnipeg, Manitoba, Canada, R2W 0A7 and its successors, assigns and legal representatives, the entire right, title and interest, for all countries, in and to certain inventions relating to RECONSTRUCTION SYSTEM AND METHODS FOR IMPEDANCE IMAGING contained in an application for letters patent of UNITED STATES filed October 3, 1997 and accorded Serial No. 08/943,131 all rights and privileges including priority rights arising from the application aforesaid and corresponding applications in other countries, all continuations, continuations-in-part, divisionals, renewals, substitutes or reissues thereof, and all the rights and privileges under any and all letters patent that may be granted for said inventions.

We request that any and all patents for said inventions may be issued to said assignee, its successors, assigns and legal representatives, or to such nominees as it may designate.

We agree that, when requested, we will, without charge to said assignee but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for claiming said priority rights and for securing and maintaining patents for said inventions in any and all countries and for vesting title thereto in said assignee, its successors, assigns and legal representatives or nominees.

We covenant with said assignee, its successors, assigns and legal representatives, that the rights and property herein conveyed are free and clear of any encumbrance, and that we have full right to convey the same as herein expressed.

EXECUTED AT *Santa Clara, California*
this *30th* day of *March*, 1998.  X
Alvin WEXLER

X Witness: *Peter Kaiser*
Peter Kaiser, Wohlfahrtstr. 10a, D-80939 Munich, Germany

X EXECUTED AT)
this day of) X
1997. Zhen MU

X Witness:

X EXECUTED AT)
this day of) X
1997. Guy S. STROBEL

X Witness:

