IN THE TRADEMARK OFFICE
Attorney Docket No. 6978-000153

COVER SHEET FOR RECORDAL OF DOCUMENT (PATENT)

Hon. Commissioner of Patents and Trademarks
Washington, D.C. 20231

Sir:

Pursuant to 37 C.F.R. 3.31, enclosed herewith is a document for recordal in this case. The following information is provided:

(1) Name Of Party Conveying The Interest:

David Brown
Alan P. Zajac

(2) Name And Address Of Party Receiving The Interest:

New Venture Gear, Inc.
1650 Research Drive
Suite 350
Troy, Michigan 48083

(3) Description Of The Transaction To Be Recorded:

[X] Assignment [ ] License
[ ] Change of Name [ ] Other

(4) Application(s) and/or Patent(s) Against Which Enclosure Is To Be Recorded:

[X] Serial Number 09/018,190, filed February 4, 1998.
[ ] Application being filed concurrently herewith.
[ ] Patent Number __________________, issued __________________.

(5) Name And Address Of The Party To Whom Correspondence Concerning The Request To Record Should Be Mailed:

Philip E. Rettig, Esq.
HARNESS, DICKEY & PIERCE, P.L.C.
P.O. Box 828
Bloomfield Hills, Michigan 48303

Date: May 7, 1998
ASSIGNMENT BY JOINT INVENTORS

WHEREAS, the undersigned, hereinafter referred to as Assignors, have invented certain new and useful improvements in

FULL-TIME FOUR-WHEEL DRIVE TRANSMISSION WITH LIMITED SLIP CLUTCH

for which Assignors have made United States application for patent under Serial No. 09/018,190 filed February 4, 1998, and

WHEREAS, NEW VENTURE GEAR, INC. (a Delaware corporation) having a place of business at 1650 Research Drive, Suite 350, Troy, Michigan 48083, hereinafter referred to as Assignee, is desirous of acquiring an interest therein:

NOW, THEREFORE, for good and valuable consideration, the receipt whereof is hereby acknowledged, Assignors by these presents do sell, assign and transfer unto Assignee, its successors in interest, the full and exclusive right in the United States of America and all foreign countries, including the right to claim priority under the laws of the United States and the Paris Convention, to the said invention as described in the aforesaid application, said application for patent and all Letters Patent therefor to be held and enjoyed by Assignee to the full end of the term for which said Letters Patent are granted and any extensions thereof, as fully and entirely as the same would have been held by Assignors had this assignment and sale not been made; and Assignors hereby covenant and agree to execute all instruments or documents required or requested for the making and prosecution of United States application for patent and all foreign countries on, for litigation regarding, or for the purpose of protecting title to the said invention, the United States application for patent, or Letters Patent therefor for the benefit of Assignee without further or other compensation than that above set forth; and Assignors hereby request the Commissioner of Patents and Trademarks to issue said Letters Patent to Assignee.

_________________________  ____________________________
David Brown  
(First joint inventor)  Alan P. Zajac  
(Second joint inventor)
On this 17th day of March, 1998, before me personally appeared the foregoing individuals, who executed the foregoing instrument and who acknowledged to me that they executed the same of their own free will for the purpose therein set forth.

[Signature]
Notary Public,

(seal)

Oakland County, State of Michigan


WILLIAM A. BLAZO, JR.
Notary Public, Oakland County, Michigan
My Commission Expires: March 9, 2002

This document must be executed before the same notary by all inventors on the same day.