

ASSIGNMENT

WHEREAS We, Pritpal Singh of Media in the County of Delaware and the State of Pennsylvania; Craig Fennie, Jr. of New Haven in the County of New Haven and the State of Connecticut and David E. Reisner of Bristol in the County of Hartford and the State of Connecticut; have invented certain new and useful improvements in:

A METHOD FOR DETERMINING STATE-OF-HEALTH USING AN INTELLIGENT SYSTEM

for which We are have filed application for Letters Patent of the United States on March 12, 1998;

AND WHEREAS, U.S. NANOCORP, INC., a corporation organized and existing under the laws of the State of Connecticut, having a place of business at 20 Washington Avenue, Suite 106, North Haven, Connecticut 06473-2343, is desirous of acquiring an interest, in the United States and all foreign countries, in and to the said invention and the Letters Patent to be obtained therefore;

NOW THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that, for and in consideration of one (\$1.00) dollar to us in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, We, the said Pritpal Singh, Craig Fennie, Jr. and David E. Reisner; have sold, assigned and transferred, and by these presents do sell, assign and transfer unto said U.S. NANOCORP, INC., the entire right, title and interest in and to said invention in the United States and in all foreign countries, including priority rights, as fully set forth and described in said application which We have executed on the date set forth hereunder; and We do hereby authorize and request the Commissioner of Patents to issue said Letters Patent on said application, and any and all Letters Patent that may be issued upon any and all revivals, refilings, continuations, continuation-in-part, divisions and reissues thereof, to the said U.S. NANOCORP, INC., as assignee of the entire right, title and interest in and to the same, for

the sole use and behoof of the U.S. NANOCORP, INC., its successors and assigns; and We do hereby agree that the said U.S. NANOCORP, INC., may apply for foreign Letters Patent on said invention and that We will execute all papers necessary in connection with the United States and foreign applications when called upon to do so by the said U.S. NANOCORP, INC., its successors or assigns, and that We will, at the cost and expense of the said U.S. NANOCORP, INC. fully assist and cooperate in all matters in connection with the United States and foreign applications and patents issuing thereon.

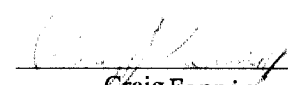
The undersigned declares that all statements made herein of their own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Date: 3/20/98



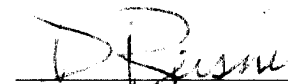
Pritpal Singh L.S.

Date: _____



Craig Fennie, Jr. L.S.

Date: 3/20/98



David E. Reisner L.S.