



TO THE ASSISTANT COMMISSIONER F

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1 documents or copy thereof.

Bb/03/01
CPW

1. Name of conveying party(ies): (If multiple assignors, list numerically)

Michael V. Burris

Additional name(s) of conveying party(ies) attached?

() Yes (X) No

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

Name: Flex Products, Inc.

Internal Address: Suite A

Street Address: 5235 Avenida Encinas

City: Carlsbad State: California ZIP: 92008

Additional name(s) of receiving party(ies) attached?

() Yes (X) No

3. Nature of conveyance:

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

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) October 15, 1998

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

() Application(s) filed herewith Execution Date(s):

() Patent Application No.:
Filing Date:

(X) Patent No.: 5,539,029
Issue Date: July 23, 1996
Patent No.: 5,811,477
Issue Date: September 22, 1998

Additional numbers attached? () Yes (X) No

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

Name: Jerry R. Seiler
KNOBBE, MARTENS, OLSON & BEAR, LLP
Customer No. 20,995
Internal Address: Sixteenth Floor
Street Address: 620 Newport Center Drive
City: Newport Beach State: CA ZIP: 92660
Attorney's Docket No.: BURRI.005FW1/.5CPFW1

7. Total fee (37 CFR 3.41): \$40

(X) Enclosed
() Authorized to be charged to deposit account

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of applications and patents involved: 2

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.

Jerry R. Seiler
Name of Person Signing

Signature

10/27/98
Date

23,051
Registration No.

Total number of pages including cover sheet, attachments and document: 2

Mail documents to be recorded with required cover sheet information to:

Assistant Commissioner for Patents
Box Assignments
Washington, D.C. 20231

11/05/1998 JMWTKINS 00000144 5539029
40.00 DP
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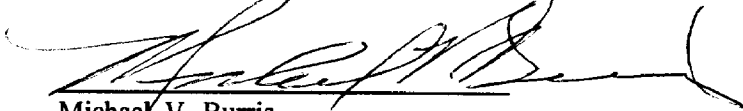
ASSIGNMENT

WHEREAS, I, Michael V. Burris, a United States citizen, residing at 1250 Veronica Court, Oceanside, California 92009, am the sole and exclusive owner of U.S. Patent No. 5,539,029, issued July 23, 1996, and entitled ASPHALT EMULSION-RUBBER PAVING COMPOSITION, and U.S. Patent No. 5,811,477, issued September 22, 1998, entitled METHOD FOR PREPARING IMPROVED ASPHALT EMULSION COMPOSITIONS;

AND WHEREAS, Flex Products, Inc. (hereinafter "ASSIGNEE"), a Nevada Corporation, with its principal place of business at 5235 Avenida Encinas, Suite A, Carlsbad, California 92008, desires to acquire the entire right, title, and interest in and to the said United States patent:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to me in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, I, Michael V. Burris, do hereby acknowledge that I have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, the entire right, title, and interest to the said U.S. Patent Nos. 5,539,029 and 5,811,477, for its own use and enjoyment and the use and enjoyment of its successors, assigns, or other legal representatives, to the end of the term for which said Letters Patents of the United States are granted or reissued, as fully and entirely as the same would have been held and enjoyed by me if this Assignment and sale had not been made, together with all claims for damages by reason of past infringement of said Letters Patent with the right to sue for and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives.

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 15 day of October 1998.


Michael V. Burris


STATE OF CALIFORNIA }
COUNTY OF SAN DIEGO } ss.

On Oct. 15, '98, before me, Sheila Deschenes, personally appeared Michael V. Burris personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/~~are~~-subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity(~~ies~~), and that by his signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]




Notary Signature