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2 SHEET

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FORM PTO-1595
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
M&G- 7432.98US01

To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Gregory L. Spaulding

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

Arctic Cat, Inc.
P.O. Box 810
600 South Brooks Avenue
Thief River Falls, Minnesota 56701

jc551 U.S. PTO
09/312574
05/14/99

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

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other:

Execution Date: May 12, 1999

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

If this document is being filed together with a new application, the execution date of the application is: May 12, 1999

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: Douglas P. Mueller
Address: Merchant & Gould P.C.
3100 Norwest Center
90 South Seventh Street
Minneapolis, MN 55402-4131

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41): \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

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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.

Douglas P. Mueller
Name of Person Signing

Signature

May 14, 1999
Date

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PATENT
REEL: 009970 FRAME: 0144

INSTRUCTIONS

INTERNATIONAL ASSIGNMENT TO CORPORATION

WHEREAS,

Inventor(s) Name,
Address, Citizenship

1. Gregory L. Spaulding, having an address of P.O. Box 810, 600 South Brooks Avenue, Thief River Falls, Minnesota 56701, U.S.A. and a citizen of U.S.A.;

Date Patent Declaration
Signed and Title Serial
No. and filing date (if
known)

(herein called "THE UNDERSIGNED") has made an invention and has executed an application for Letters Patent of the United States on _____ for this invention, which application is entitled INTERNAL COMBUSTION ENGINE WITH PNEUMATICALLY CONTROLLED VARIABLE EXHAUST VALVE and which has been given Serial Number _____ and the filing date of _____;

Name of Corporation

AND WHEREAS Arctic Cat, Inc. (herein called "ASSIGNEE"), a corporation organized under the laws of Minnesota, and having an office and place of business at P.O. Box 810, 600 South Brooks Avenue, Thief River Falls, Minnesota 56701

State or Country of
Incorporation and Address

wishes to acquire the entire right, title and interest in and to said invention and patent application and any Letters Patent to be obtained therefor;

NOW, THEREFORE, for and in consideration of the sum of One Dollar and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, THE UNDERSIGNED hereby sells, assigns and transfers to the ASSIGNEE, its successors and assigns, the entire right, title and interest for all countries in and to the invention disclosed in the aforesaid application, and in and to the said application, all divisions, continuations, or renewals thereof, all Letters Patent which may be granted therefrom, and all reissues or extensions of such patents, and in and to any and all applications which have been or shall be filed in any foreign countries for Letters Patent on the said invention including as assignment of all rights under the provisions of the International Convention, and all Letters Patent of foreign countries which may be granted therefrom; and THE UNDERSIGNED hereby authorizes and requests the Commissioner of Patents to issue any and all United States Letters Patent for the aforesaid invention to the ASSIGNEE of the entire right, title and interest in and to the same, for the use of the ASSIGNEE, its successors and assigns.

THE UNDERSIGNED hereby agrees that THE UNDERSIGNED, their executors and legal representatives will make, execute and deliver (without charge but at the expense of the ASSIGNEE) any and all other instruments in writing including any and all further application papers, affidavits, assignments and other documents, and will communicate to said ASSIGNEE, its successors and representatives all facts known to THE UNDERSIGNED relating to said invention and the history thereof and will testify in all legal proceedings and generally do all things which may be necessary or desirable to vest the ASSIGNEE, its successors or assigns the entire right, title and interest in and to the said invention, applications, Letters Patent, rights, titles, benefits, privileges and advantages hereby sold, assigned and conveyed, or intended so to be.

THE UNDERSIGNED represents and agrees with said ASSIGNEE its successors and assigns, that no assignment grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been or will be made to others by THE UNDERSIGNED, and that full right to convey the same as herein expressed is possessed by THE UNDERSIGNED.

IN TESTIMONY WHEREOF, THE UNDERSIGNED has hereunto set his/her hand on the date indicated below.

Note: No legalization or
other witness required

Gregory L. Spaulding
Signature

5-12-99
Date