

Atty Ref/Docket No.: 494.004US1



To the Honorable Commissioner of Patents and Trademark

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by thereof.

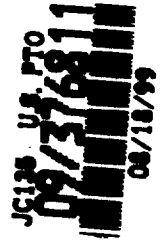
1. Name of conveying party(ies):

Joseph C. Jenniges
John M. Jack
Stephanie Binzen

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

Name: BI Performance Services

Street Address: 7630 Bush Lake Road
Minneapolis, MN 55439



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

3. Nature of conveyance:

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

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

Execution Date: August 17, 1999 and August 18, 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: August 17, 1999 and August 18, 1999

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? [] Yes [X] No

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

Name: Rodney L. Lacy

Address: Schwegman, Lundberg, Woessner & Kluth, P.A.
P.O. Box 2938
Minneapolis, MN 55402

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: 19-0743

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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.

Rodney L. Lacy/Reg. No. 41,136
Name of Person Signing

Rodney L. Lacy
Signature

August 18, 1999
Date

Total number of pages including cover sheet: 4

OMB No. 0651-0011 (exp. 4/94)

08/25/1999 MTHAI1 00000151 09376811

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ASSIGNMENT

WHEREAS, WE, Joseph C. Jenniges, residing at 8630 Zachman Circle, Eden Prairie, MN 55344, and John M. Jack, residing at 2823 McKenzie Point Road, Wayzata, MN 55391, and Stephanie Binzen, residing at 4504 Saddlewood Drive, Minnetonka, MN 55345, made certain new and useful inventions and improvements for which We executed an application for Letters Patent of the United States on Even Date Herewith, which is entitled COMPUTERIZED INCENTIVE SYSTEM.

AND WHEREAS, BI Performance Services, a corporation organized and existing under and by virtue of the laws of the State of Minnesota, and having an office and place of business at 7630 Bush Lake Road, Minneapolis, MN 55439, (hereinafter "Assignee") is desirous of acquiring the entire right, title and interest in and to said inventions, improvements and application and in and to the Letters Patent to be obtained therefor;

NOW, THEREFORE, to all whom it may concern, be it known that for good and valuable consideration, the receipt and sufficiency whereof is hereby acknowledged, we have sold, assigned, and transferred, and by these presents do sell, assign and transfer unto said Assignee, its successors or assigns, the entire right, title and interest for all countries in and to all inventions and improvements disclosed in the aforesaid application, and in and to the said application, all divisions, continuations, continuations-in-part, 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 inventions and improvements, including an assignment of all rights under the provisions of the International Convention, and all Letters Patent of foreign countries which may be granted therefrom; and we do hereby authorize and request the Commissioner of Patents and Trademarks to issue any and all United States Letters Patent for the aforesaid inventions and improvements to the said Assignee as the assignee of the entire right, title and interest in and to the same, for the use of the said Assignee, its successors and assigns.

AND, for the consideration aforesaid, we do hereby agree that we and our executors and legal representatives will make, execute and deliver 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 us relating to said improvements and the history thereof and will testify in all legal proceedings and generally do all things which may be necessary or desirable more effectually to secure to and vest in said Assignee, its successors or assigns the entire right, title and interest in and to the said improvements, inventions, applications, Letters Patent, rights, titles, benefits, privileges and advantages hereby sold, assigned and conveyed, or intended so to be.

