

10-12-1999

SHEET

10-4-99
TO THE ASSISTANT COMMISSIONER

101166652

original documents or copy thereof.

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

1. Joseph P. Brown,
2. Christopher J. Gyben
3. Edward M. Norum

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

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

Name: Whetstone Group International, Inc.**Internal Address:****Street Address:** 525 South Escondido Boulevard, Suite C**City:** Escondido **State:** California **ZIP:** 92025-4815Additional name(s) of receiving party(ies) attached?
() Yes (X) No

3. Nature of conveyance:

- (X) Assignment
() Merger
() Security Agreement
() Change of Name
() Other:

Execution Date: 1) September 27, 1999
2) September 27, 1999
3) September 28, 1999

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

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

(X) Patent Application No.: 09/346,106
Filing Date: June 30, 1999() Patent No.:
Issue Date:

Additional numbers attached? () Yes (X) No

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

Name: Lori Lee Yamato
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.: WHETST.002CP3

7. Total fee (37 CFR 3.41): \$40.00

(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: ONE

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.

Lori Lee Yamato
Name of Person Signing
SignatureSeptember 29, 1999
Date

Registration No. 40,881

Total number of pages including cover sheet, attachments and document: 3

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

10/06/1999 BNGUYEN 00000233 09346106

01 FC:581

40.00 DP

Assistant Commissioner for Patents
Box Assignments
Washington, D.C. 20231H:\DOCS\ALLYALLY-1854.DOC
092999PATENT
REEL: 010289 FRAME: 0544

ASSIGNMENT

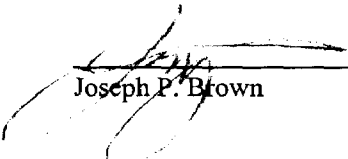
WHEREAS, We, Joseph P. Brown, a United States of America citizen, residing at 30051 The Yellow Brick Road, Valley Center, CA 92026; Christopher J. Gyben, a United States of America citizen, residing at 9751 Canyon Country Lane, Escondido, CA 92026; and Edward M. Norum, a United States of America citizen, residing at 583 E. Menlo Avenue, Fresno, CA 93710, have invented certain new and useful improvements in a AN IMPROVED FLUID FLOW CONTROL VALVE for which we have filed an application for Letters Patent in the United States, Application No. 09/346,106, Filed on June 30, 1999;

AND WHEREAS, WHETSTONE GROUP INTERNATIONAL, INC. (hereinafter "ASSIGNEE"), a Nevada Corporation, with its principal place of business at 525 South Escondido Boulevard, Suite C, Escondido, California 92025-4815, desires to acquire the entire right, title, and interest in and to the said improvements and the said Application:

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, we, the said inventors, do hereby acknowledge that we 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 throughout the world in, to and under the said improvements, and the said application and all divisions, renewals and continuations thereof, and all Letters Patent of the United States which may be granted thereon and all reissues and extensions thereof, and all rights of priority under International Conventions and applications for Letters Patent which may hereafter be filed for said improvements in any country or countries foreign to the United States, and all Letters Patent which may be granted for said improvements in any country or countries foreign to the United States and all extensions, renewals and reissues thereof; and we hereby authorize and request the Commissioner of Patents of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents on applications as aforesaid, to issue all Letters Patent for said improvements to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we will communicate to the said ASSIGNEE, successors, legal representatives and assigns, any facts known to us respecting said improvements, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper patent protection for said improvements in all countries.

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 27 day of September 1999.

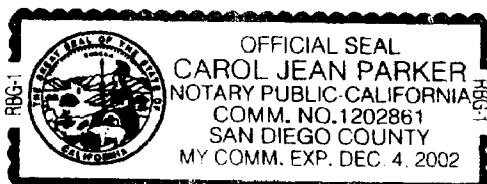

Joseph P. Brown


STATE OF CALIFORNIA
COUNTY OF SAN DIEGO] ss.

On 9-27-99, before me, CAROL JEAN PARKER, personally appeared Joseph P. Brown personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

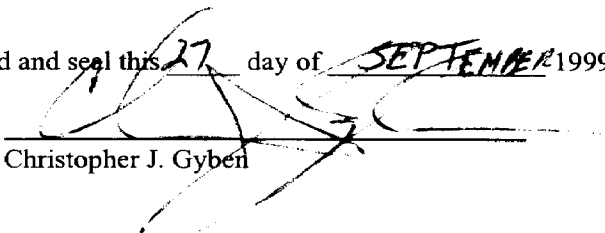
WITNESS my hand and official seal.

[SEAL]



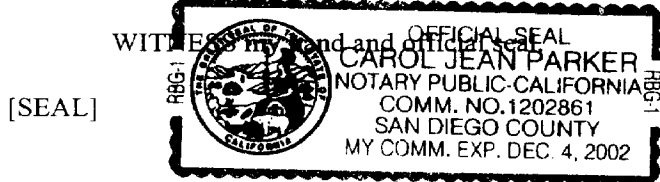

Notary Signature

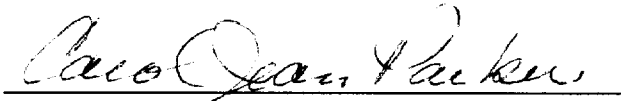
IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 27 day of SEPTEMBER 1999.


Christopher J. Gyben

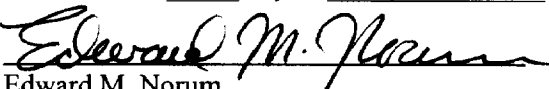
STATE OF CALIFORNIA]
COUNTY OF SAN DIEGO] ss.

On 9-27-99, before me, CAROL JEAN PARKER, personally appeared Christopher J. Gyben personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.




Notary Signature

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 28 day of SEPT. 1999.


Edward M. Norum

STATE OF CALIFORNIA]
COUNTY OF FRESNO] ss.

On SEPT 28, 1999, before me, MICHAEL JORDAN, Notary Public, personally appeared Edward M. Norum ~~personally known to me~~ (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.




Notary Signature

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EMBOSSED