Client Code: WHETST.002CP3

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TO THE ASSISTANT COMMISSION

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riginal documents or copy thereof.

Name: Whetstone Group International, Inc Internal Address: Street Address: 525 South Escondido Boulevard, Suite C City: Escondido State: California ZIF: 92022-4815 Additional name(s) of croeciving party(ies) attached? (1) Yes (X) No Te of conveyance: Assignment Merger Assignment Merger (2) Application number(s) or Patent number(s): (3) Application(s) filed herewith Execution Date(s): (4) Application(s) filed herewith Execution Date(s): (5) Patent Application No.: 09/346.106 Filing Date: June 30, 1999 (1) Patent No.: Issue Date: Additional numbers attached? (1) Yes (X) No (2) Patent No.: Issue Date: Additional numbers attached? (1) Yes (X) No (2) Patent No.: Issue Date: Additional numbers attached? (1) Yes (X) No (3) Patent No.: Issue Date: Additional numbers attached? (1) Yes (X) No (2) Patent No.: Issue Date: Additional numbers attached? (1) Yes (X) No (3) Patent No.: Issue Date: Additional numbers attached? (1) Yes (X) No (3) Patent No.: Issue Date: Additional numbers attached? (1) Yes (X) No (4) Patent No.: Issue Date: Additional numbers attached? (1) Yes (X) No (5) Patent No.: Issue Date: Additional numbers attached? (1) Yes (X) No (8) Enclosed (1) Authorized to be charged to deposit account (8) Enclosed (1) Authorized to be charged to deposit account Experiment No.: Please charge this account number: 11-1410 Please charge this account for any additional fees which may be required, or credit any overpayment to this account. Inumber of applications and patents involved: ONE Merger No.: Please charge this account for any additional fees which may be required, or credit any overpayment to this account. Please charge this account for any additional fees which may be required, or credit any overpayment to this account. Please charge this account for any additional fees which may be required, or credit any overpayment to this account. Please charge this account for any additional fees which may be required, or credit any overpayment to this account. Please charge	1.	Name of conveying party(ies): (If multiple assignors, list numerically)	2. Name and address of receiving party(ies):
Street Address: \$25 South Escondido Boulevard, Suite C City: Escondido State: California ZIP: 92025-4815 Additional name(s) of conveying party(ies) attached? () Yes (X) No re of conveyance: Assignment Merger Assignment Merger Security Agreement Change of Name Cither Cition Date: 1) September 27, 1999 2) September 27, 1999 3) September 28, 1999 The conveyance of party to whom correspondence runing document should be mailed: E. Lori Lee Yamato KNOBBE, MARTENS, OLSON & BEAR, LLP Customer No. 20, 995 mal Address: 620 Newport Center Drive Newport Beach State: CA ZIP: 92660 runey's Docket No.: WHETST.002CP3 The conveyance of the pages including cover sheet, attachments and document: Stration No. 40,881 Ber of pages including cover sheet, attachments and document: 3 Stration No. 40,881 Ber of pages including cover sheet, attachments and document: 3 Additional name(s) of receiving party(ies) attached? () Yes (X) No Additional name(s) of receiving party(ies) attached? () Application (previous party included) (X) Patent Application No.: 09/346.106 Filing Date: June 30, 1999 () Patent No.: (Application number(s) or Patent number(s) File Additional numbers and pate(s) (X) Patent Application No.: 09/346.106 Filing Date: June 30, 1999 () Patent No.: (Application No.: 09/346.106 Filing Date: June 30, 1999 () Patent No.: (Application number: June 30, 1999 () Patent No.: (Application No.: 09/346.106 Filing Date: June 30, 1999 () Patent Application No.: 09/346.106 Filing Date: June 30, 1999 () Patent Application No.: 09/346.106 Filing Date: June 30, 1999 () Patent Application No.: 09/346.106 Filing Date: June 30, 1999 () Patent Application No.: 09/346.106 Filing Date: June 30, 1999 () Patent No.: (Application No.: 09/346.106 Filing Date: June 30, 1999 () Patent No.: (Application No.: 09/346.106 Filing Date: June 30, 1999 () Patent No.: (Application No.: 09/346.106 Filing Date: June 30, 1999 () Patent No.: (Additional numbers attached? () Authorized to be charged to deposit account Canada Address of St			
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KNOBBE, MARTENS, OLSON & BEAR, LLP Customer No. 20,995 raal Address: Sixteenth Floor et Address: 620 Newport Center Drive Newport Beach State: CA ZIP: 92660 Please charge this account for any additional fees which may be required, or credit any overpayment to this account. number of applications and patents involved: ONE ment and signature. the best of my knowledge and belief, the foregoing information is true and correct, and any attached copy is a true copy of the nat document. Lee Yamato of Person Signing Signature Date No. 20,995 Please charge this account for any additional fees which may be required, or credit any overpayment to this account. Please charge this account for any additional fees which may be required, or credit any overpayment to this account. Please charge this account for any additional fees which may be required, or credit any overpayment to this account. Please charge this account number: 11-1410			
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Assistant Commissioner for Patents Box Assignments Washington, D.C. 20231

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Application No.: 09/346,106 Client Code: WHETST.002CP3
Filing Date: June 30, 1999
Page 1

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 299.

Joseph P. Brown

STATE OF CALL FORKIN SS.

On 9-27-99, before me, ARCHEAU TARKER, 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]



Motary Signature

PATENT REEL: 010289 FRAME: 0545

PATENT

Application No.: 09/346,106 Client Code: WHETST.002CP3
Filing Date: June 30, 1999
Page 2

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 27

day of SEPTEMPER 1999

Christopher J. Gyben

STATE OF CAMBORNIA COUNTY OF CAN DIEGO SS.

On 9-27-99, before me, AROLJEAN ARKER, 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.

WITH FOR AN AMERICAN SEAL CAROL JEAN PARKER NOTARY PUBLIC-CALIFORNIA COMM. NO. 1202861
SAN DIEGO COUNTY
MY COMM. EXP. DEC. 4, 2002

Notary Signature

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this adday of Sept.

1999.

Edward M. Norum

STATE OF CALIFORNIA ss.

On SEPT 28, 1999, before me, MICHARL JARRY WORK (not), 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.

RECORDED: 10/04/1999

[SEAL]

MICHAEL JORDAN
Commission # 1161919
Notary Public - California
Fresno County
My Comm Expires Nov 17, 2001

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DOCUMENT 15

EMB-SSEC

PATENT REEL: 010289 FRAME: 0546