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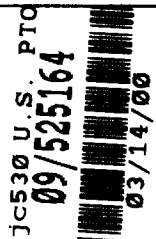
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof

1. Name of conveying party(ies):
Yoshiaki Muraoka, Ikuo Ishinabe and Sho-ujiro Takahashi

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies):
 Name: **Kabushiki Kaisha TOPCON**
 Address: **75-1 Hasunuma-cho, Itabashi-ku, Tokyo-to, Japan**

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



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

Execution date: **February 28, 2000**

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: **February 28, 2000**

A. Patent Application No.(s) B. Patent No.(s):

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning this document should be mailed:
**Kevin S. Lemack
 Nields, Lemack & Dingman
 176 East Main Street, Suite 8
 Westborough, MA 01581**

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. Deposit account number: **14-0930**

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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.

 Kevin S. Lemack
 Name of person signing

 Signature

 March 14, 2000
 Date

Attorney Docket No.: **463P064**

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

A S S I G N M E N T

WHEREAS, we, Yoshiaki MURAOKA a subject of Japan, of c/o Kabushiki Kaisha TOPCON, 75-1, Hasunuma-cho, Itabashi-ku, Tokyo-to, Japan, Ikuo ISHINABE a subject of Japan, of c/o Kabushiki Kaisha TOPCON, 75-1, Hasunuma-cho, Itabashi-ku, Tokyo-to, Japan and Sho-ujiro TAKAHASHI a subject of Japan, of c/o Kabushiki Kaisha TOPCON, 75-1, Hasunuma-cho, Itabashi-ku, Tokyo-to, Japan have invented a certain improvement in

SURVEYING SYSTEM

for which we are about to make application for Letters Patent of the United States; and

WHEREAS, Kabushiki Kaisha TOPCON of 75-1 Hasunuma-cho, Itabashi-ku, Tokyo-to, Japan, a company organized according to the laws of Japan, is desirous of acquiring an interest therein;

NOW, THEREFORE, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, we, said Yoshiaki MURAOKA, Ikuo ISHINABE and Sho-ujiro TAKAHASHI, by these presents, do sell, assign and transfer unto said Kabushiki Kaisha TOPCON, the entire right title and interest for the territory of the United States of America, in and to said invention as described in the specification executed by us on the 28th day of February, 2000 preparatory to obtaining Letters Patent of the United States therefore; said invention, application and Letters Patent to be held and enjoyed by the said Kabushiki Kaisha TOPCON, for its own use and behoof, and for its legal representatives and assign to the full end of the term for which said Letters Patent may be granted, as fully and entirely as the same would have been held by us had this assignment and sale not been made.

Executed at Tokyo-to, Japan this 28th day of February, 2000

In the presence of

Yoshiaki Muraoka

Yoshiaki MURAOKA

Ikuo Ishinabe

Ikuo ISHINABE

Sho-ujiro Takahashi

Sho-ujiro TAKAHASHI