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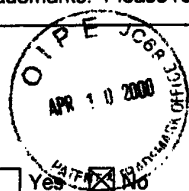
U.S. DEPT. OF COMMERCE
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101335677

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

1. Name of conveying party(ies):

Leonardo RITORTO
Robert ROSZAK



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

Name: CANADIAN DOWNHOLE DRILL SYSTEMS INC.

Street Address: 1507 - 4th Street

City: Nisku, Alberta

Country: CANADA T9E 7M9

Additional names of conveying parties? Yes No

Additional names & addresses attached? Yes No

3. Nature of conveyance:

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

Execution Date: March 13, 2000

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

Attorney Docket No.: RR-446

A. Application Serial No.(s): 09/458,604
Filing Date: December 10, 1999

B. Patent No.(s):
Issue Date:

Additional numbers attached? Yes No

If this document is being filed together with a new application, execution date of application is: _____

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

Name: Philip Rodman, Esq.
Firm: Rodman & Rodman
Street Address: 7 South Broadway
City: White Plains State: N.Y. ZIP: 10601
Telephone: (914) 949-7210

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

(Attach duplicate copy of page if paying by deposit account)

8. Charge any additional fees in connection with this submission to our Deposit Account No. 18-1743

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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 of the original document.

Philip Rodman, Esq.
Name of Person Signing

Philip Rodman
Signature

April 6, 2000
Date

Reg. No. 25,704

Total number of pages including cover sheet, attachments, and document: 5

ASSIGNMENT OF INVENTION

We, the undersigned:

Leonardo RITORTO
9806 - 85 Avenue
Edmonton, Alberta
T6E 2J6
Canada

and

Robert ROSZAK
11529 - 9A Avenue
Edmonton, Alberta
T6J 7B2
Canada

have made an invention entitled:

LOCKING SWIVEL DEVICE

as set forth and described in the following applications for Letters Patent in Canada and the United States of America:

- (a) in Canada under serial number 2,287,696, filed on October 28, 1999;
- (b) in the United States of America under serial number 09/458,604, filed on December 10, 1999;

(hereinafter collectively referred to as the "Invention").

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which are hereby acknowledged, we do hereby irrevocably assign, grant, sell, convey, transfer and make over unto the following:

CANADIAN DOWNHOLE DRILL SYSTEMS INC.

1507 - 4th Street
Nisku, Alberta
Canada T9E 7M9

our entire right, title and interest in and to the Invention, the Canadian and United States of America Patent Applications listed herein, any other applications for patent for the Invention filed or to be filed in Canada, in the United States of America and in any other countries worldwide, and all patents granted or to be granted for the Invention in Canada, in the United States of America and in any other countries worldwide, together with the right to claim in respect of Canada, the United States of America and foreign countries, the priority date of any such patent applications filed in any country.

This Assignment shall enure to the benefit of and be binding upon ourselves and Canadian Downhole Drill Systems Inc. and our respective heirs, executors, administrators, successors and assigns.

IN WITNESS WHEREOF I have caused this Assignment to be signed and sealed at Nisku, Alberta, Canada this 13TH day of December, 2000.

SIGNED, SEALED AND DELIVERED
in the presence of:

[Signature]
(Witness)

[Signature]
LEONARDO RITORTO

IN WITNESS WHEREOF I have caused this Assignment to be signed and sealed at Nisku, Alberta, Canada this 13TH day of December, 2000.

SIGNED, SEALED AND DELIVERED
in the presence of:

[Signature]
(Witness)

[Signature]
ROBERT ROSZAK

AFFIDAVIT OF EXECUTION

CANADA) I, SUSAN FOOTE
PROVINCE OF ALBERTA) of the City of EDMONTON in the Province of
Alberta
TO WIT:) Make oath and say:

1. That I was personally present and did see LEONARDO RITORTO named in the within instrument, who is personally known to me to be the person named therein, duly sign, seal and execute the same for the purpose named therein.
2. That the same was executed at the City of ALASKA in the Province of Alberta, and that I am the subscribing witness thereto.
3. That I know the said LEONARDO RITORTO who is in my belief of the full age of eighteen years.

SWORN before me at ALASKA)
in the Province of Alberta this 13TH)
day of 1772/14 A.D. 2000)
)
)

[Signature])
A COMMISSIONER FOR OATHS IN)
AND FOR THE PROVINCE OF)
ALBERTA)

[Signature]
Witness

AFFIDAVIT OF EXECUTION

CANADA) I, SUSAN FORTÉ
PROVINCE OF ALBERTA) of the City of EDMONTON in the Province of
Alberta
TO WIT:) Make oath and say:

1. That I was personally present and did see ROBERT ROSZAK named in the within instrument, who is personally known to me to be the person named therein, duly sign, seal and execute the same for the purpose named therein.
2. That the same was executed at the City of NISKIU in the Province of Alberta, and that I am the subscribing witness thereto.
3. That I know the said ROBERT ROSZAK who is in my belief of the full age of eighteen years.

SWORN before me at NISKIU)
in the Province of Alberta this 13th)
day of MARCH A.D. 2000)
)
)
)

A COMMISSIONER FOR OATHS IN
AND FOR THE PROVINCE OF
ALBERTA

Susan Forté
Witness