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FORM PTO-1595

(Rev. 6-93)

OMB No. 0651-0011 (exp. 4/98)

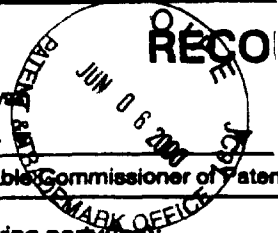
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



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

1. Name of conveying party(ies):

Reel Efx, Inc.

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

3. Nature of conveyance:

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

Execution Date: May 30, 2000

2. Name and address of receiving party(ies)

James G. Gill and Becker Family
Name: Trust

Internal Address: _____

Street Address: 1321 Cedar Court Road

City: Glendale State: CA ZIP: 91207

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

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: _____

A. Patent Application No.(s)

B. Patent No.(s)

5,971,765

Additional numbers attached? Yes No

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

Name: James C. Wray

Internal Address: _____

Street Address: 1493 Chain Bridge Road

Suite 300

City: McLean State: VA ZIP: 22101

6. Total number of applications and patents involved:

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:
02-3704

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

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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.

Julie H. Gamotis

Name of Person Signing

Signature

June 6, 2000

Date

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT

WHEREAS, REEL EFX, INC., a California corporation, located and doing business as 5539 Riverton Avenue, North Hollywood, California 91601, hereinafter referred to as the ASSIGNOR, is the owner of certain improvements relating to METHOD AND SYSTEM FOR GENERATING ARTIFICIAL TORNADOES AND RELATED VORTEX PHENOMENA, for which an application for Letters Patent was filed in the United States Patent Office on March 22, 1996 as Serial No. 08/621,060, and issued on October 26, 1999 as U.S. Patent No. 5,971,765;

AND WHEREAS, JAMES G. GILL, resident of Glendale, California, and BECKER FAMILY TRUST of 1321 Cedar Court Road, Glendale, California, hereinafter referred to as the ASSIGNEES, ARE desirous of acquiring the entire right, title and interest in and to said invention and patent, including any and all divisions and continuations thereof, and any and all Letters Patent which may be granted therefor, including any and all renewals, reissues, and prolongations thereof;

NOW, THIS WITNESSETH that for and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt whereof is hereby acknowledged, said ASSIGNOR hereby assigns, sells, and transfers to said ASSIGNEES, their assigns and legal representatives, the entire and exclusive right, title, and interest in and to said invention and application, including any and all divisions and continuations thereof, and any and all Letters Patents which may be granted therefor, including any and all renewals, reissues, and prolongations thereof, said ASSIGNEES and their assigns and legal representatives to have, hold, exercise, and enjoy the said invention and application, including any and all divisions and continuations thereof, and any and all Letters Patents which may be granted therefor, including any and all renewals, reissues, and prolongations thereof, with all the rights, powers, privileges, and advantages in anywise arising from or appertaining thereto, for and during the term or terms of any and all such Letters Patents when granted, including any and all renewals, reissues, and prolongations thereof, for the use and benefit of said ASSIGNEES and their assigns and legal representatives, in as ample and beneficial a manner to all intents and purposes as said ASSIGNOR might or could have held and enjoyed the same, if this assignment had not been made;

AND said ASSIGNOR hereby agrees to execute all papers that may be necessary to file applications in the United States and foreign countries for said invention and to assign the same to said ASSIGNEES, or any assignee acquiring title to said invention, and to execute any other papers that may be needed in connection with filing said application and securing Letters Patent thereon;

AND said ASSIGNOR authorizes and requests the Commissioner of Patents to issue Letters Patent on said application, and on any and all divisions and continuations thereof, to said ASSIGNEES, their assigns and legal representatives, in accordance herewith.

IN TESTIMONY WHEREOF, this assignment is executed by said ASSIGNOR the day and year set forth below.

REEL EFX, INC.

Executed at H. Hollywood, CA - USA
(Town & State/Country)
On (date) 5-30-00

By: 
James G. Gill
President