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TRADEMARK OFFICE

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Attorney Docket No. 1316N001649

COVER SHEET FOR RECORDAL OF DOCUMENT (PATENT)

Hon. Commissioner of Patents and Trademarks
Washington, D.C. 20231

Sir:

Pursuant to 37 C.F.R. 3.31, enclosed herewith is a document for recordal in this case. The following information is provided:

(1) **Name Of Party Conveying The Interest:**

Gary W. Groves
Karl C. Kazmirski
David L. Steed
Michael L. Zabolsky

(2) **Name And Address Of Party Receiving The Interest:**

TENNECO AUTOMOTIVE, INC., a Delaware corporation
500 North Field Drive
Lake Forest, IL 60045



(3) **Description Of The Transaction To Be Recorded:**

Assignment License
 Change of Name Other _____

(4) **Application(s) and/or Patent(s) Against Which Enclosure Is To Be Recorded:**

Serial Number _____, filed _____
 Application being filed concurrently herewith.
 Patent Number _____, issued _____

(5) **Name And Address Of The Party To Whom Correspondence Concerning The Request To Record Should Be Mailed:**

Michael J. Schmidt
Harness, Dickey & Pierce, P.L.C.
P.O. Box 828
Bloomfield Hills, Michigan 48303

(6) **Number Of Applications and/or Patents Identified In The Cover Sheet And Total Recordal Fee:**

Number of Applications/Patents: . . . 1

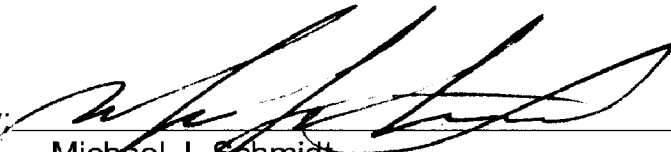
Total Recordal Fee Enclosed: \$40.00

(7) **Date(s) The Document Was Executed:** July 10, 2000

To the best of my knowledge and belief, the foregoing information is true and correct, and if the attached is not an original document, the undersigned verifies that it is a true copy of the original.

If, for some reason, Applicant(s) have/has not paid a sufficient fee, please charge our Deposit Account No. 08-0750 for any further fees which may be due.

Respectfully submitted,

By: 
Michael J. Schmidt
Reg. No. 34,007
Attorney for Applicant(s)

Date: July 24, 2000

ASSIGNMENT BY JOINT INVENTORS

WHEREAS, the undersigned, hereinafter referred to as Assignors, have invented **SOLENOID ACTUATED CONTINUOUSLY VARIABLE SHOCK ABSORBER** for which Assignor is about to make United States application for patent; and

WHEREAS, **TENNECO AUTOMOTIVE INC.**, a Delaware corporation, having a place of business at 500 North Field Drive, Lake Forest, Illinois 60045, hereinafter referred to as Assignee, is desirous of acquiring an interest therein:

NOW, THEREFORE, for good and valuable consideration, the receipt whereof is hereby acknowledged, Assignors by these presents do sell, assign and transfer unto Assignee its successors in interest, the full and exclusive right in the United States of America and all foreign countries, including the right to claim priority under the laws of the United States and the Paris Convention, to the said invention as described in the specification executed by Assignors of even date preparatory to filing a United States application for patent therefor, said invention and all United States applications for patent and all Letters Patent therefor to be held and enjoyed by Assignee to the full end of the term for which said Letters Patent are granted and any extensions thereof as fully and entirely as the same would have been held by Assignors had this assignment and sale not been made; and Assignors hereby covenant and agree to execute all instruments or documents required or requested for the making and prosecution of United States application for patent and all foreign countries on, for litigation regarding, or for the purpose of protecting title to the said invention, the United States application for patent, or Letters Patent therefor for the benefit of Assignee without further or other compensation than that above set forth; and Assignors hereby request the Commissioner of Patents and Trademarks to issue said Letters Patent of the United States of America to Assignee.

Gary Groves
Gary Groves

Karl C. Kazmirski
Karl C. Kazmirski

David L. Steed
David L. Steed

State of Michigan)
County of Monroe) ss.

On this 10th day of July, 2000, before me personally appeared Gary Groves, who executed the foregoing instrument and who acknowledged to me that he executed the same of his own free will for the purpose therein set forth.

Notary Public, Pamela L. Clark
Monroe County, State of Mich.
My Commission Expires: 1-18-2002

(seal)

PAMELLA L CLARK
NOTARY PUBLIC
Monroe County, MI
My Commission Exp. 1-18-2002

ASSIGNMENT BY JOINT INVENTORS

State of Mich.)
County of Monroe) ss.

On this 10th day of July, 2000, before me personally appeared Karl C. Kazmirski, who executed the foregoing instrument and who acknowledged to me that he executed the same of his own free will for the purpose therein set forth.

(seal) Notary Public, Pamela L Clark
Monroe County, State of Mich.
My Commission Expires: 1-18-2002

PAMELLA L CLARK
NOTARY PUBLIC
Monroe County, MI
My Commission Exp. 1-18-2002

State of Mich.)
County of Monroe) ss.

On this 10th day of July, 2000, before me personally appeared David L. Steed, who executed the foregoing instrument and who acknowledged to me that he executed the same of his own free will for the purpose therein set forth.

(seal) Notary Public, Pamela L Clark
Monroe County, State of Mich.
My Commission Expires: 1-18-2002

PAMELLA L CLARK
NOTARY PUBLIC
Monroe County, MI
My Commission Exp. 1-18-2002

State of Mich.)
County of Monroe) ss.

On this _____ day of _____, 2000, before me personally appeared _____, who executed the foregoing instrument and who acknowledged to me that he executed the same of his own free will for the purpose therein set forth.

(seal) Notary Public, _____
_____ County, State of _____
My Commission Expires: _____

This document must be executed before a notary by all inventors on the same day or a day subsequent to the day they sign the application.

ASSIGNMENT BY JOINT INVENTORS

WHEREAS, the undersigned, hereinafter referred to as Assignors, have invented **SOLENOID ACTUATED CONTINUOUSLY VARIABLE SHOCK ABSORBER** for which Assignor is about to make United States application for patent; and

WHEREAS, **TENNECO AUTOMOTIVE INC.**, a Delaware corporation, having a place of business at 500 North Field Drive, Lake Forest, Illinois 60045, hereinafter referred to as Assignee, is desirous of acquiring an interest therein:

NOW, THEREFORE, for good and valuable consideration, the receipt whereof is hereby acknowledged, Assignors by these presents do sell, assign and transfer unto Assignee its successors in interest, the full and exclusive right in the United States of America and all foreign countries, including the right to claim priority under the laws of the United States and the Paris Convention, to the said invention as described in the specification executed by Assignors of even date preparatory to filing a United States application for patent therefor, said invention and all United States applications for patent and all Letters Patent therefor to be held and enjoyed by Assignee to the full end of the term for which said Letters Patent are granted and any extensions thereof as fully and entirely as the same would have been held by Assignors had this assignment and sale not been made; and Assignors hereby covenant and agree to execute all instruments or documents required or requested for the making and prosecution of United States application for patent and all foreign countries on, for litigation regarding, or for the purpose of protecting title to the said invention, the United States application for patent, or Letters Patent therefor for the benefit of Assignee without further or other compensation than that above set forth; and Assignors hereby request the Commissioner of Patents and Trademarks to issue said Letters Patent of the United States of America to Assignee.

~~Gary G. Groves~~

~~Karl C. Kazmirski~~

~~David L. Steed~~

Michael L. Zebofsky
Michael L. Zebofsky

State of Michigan)
County of Kalamazoo) ss.

On this 7th day of July, 2000, before me personally appeared Gary G. Groves, who executed the foregoing instrument and who acknowledged to me that he executed the same of his own free will for the purpose therein set forth.

Notary Public, *Annette M. Arkush*
Kalamazoo County, State of Michigan
My Commission Expires: 08-02-03

(seal)

ANNETTE M. ARKUSH
Notary Public, Kalamazoo County, MI
My Commission Expires Aug. 2, 2003

ASSIGNMENT BY JOINT INVENTORS

State of _____)
County of _____) ss.

On this _____ day of _____, 2000, before me personally appeared Karl C. Kazmirski, who executed the foregoing instrument and who acknowledged to me that he executed the same of his own free will for the purpose therein set forth.

(seal) Notary Public, _____
_____ County, State of _____
My Commission Expires: _____

State of _____)
County of _____) ss.

On this _____ day of _____, 2000, before me personally appeared David L. Steed, who executed the foregoing instrument and who acknowledged to me that he executed the same of his own free will for the purpose therein set forth.

(seal) Notary Public, _____
_____ County, State of _____
My Commission Expires: _____

State of _____)
County of _____) ss.

On this _____ day of _____, 2000, before me personally appeared Michael L. Zebolsky, who executed the foregoing instrument and who acknowledged to me that he executed the same of his own free will for the purpose therein set forth.

(seal) Notary Public, _____
_____ County, State of _____
My Commission Expires: _____

This document must be executed before a notary by all inventors on the same day or a day subsequent to the day they sign the application.