



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

1. Name of conveying party(ies):

KIM DAVIS

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

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

AX-TEC PTY. LTD.
15 BROCKMAN COURT
DUNCRAIG, WESTERN AUSTRALIA
AUSTRALIA

3. Nature of conveyance:

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

Execution Date: SEPTEMBER 4, 2000

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

MRO

10-6-00

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)

09/621,631

B. Patent No. (s)

(FILED 07/21/2000)

Additional numbers attached? ___ Yes No

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

RALPH H. DOUGHERTY
DOUGHERTY & CLEMENTS LLP
TWO FAIRVIEW CENTER
6230 FAIRVIEW ROAD, SUITE 400
CHARLOTTE, NORTH CAROLINA 28210

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:

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

10/20/2000 DRYNE 00000157 09621631

01 FC:581

40.00 OP

DO NOT USE THIS SPACE

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.

RALPH H. DOUGHERTY
Name of Person Signing

Signature

OCTOBER 4, 2000
Date

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

ASSIGNMENT

In consideration of the sum of one dollar (\$1.00) and other good and valuable considerations paid to the undersigned, the undersigned KIM DAVIS, agrees to assign, and hereby does assign, transfer and set over to AX-TEC PTY. LTD, a corporation of AUSTRALIA, (hereinafter "Assignee") the entire right, title and interest for the United States of America, its territories, dependencies and possessions, and all foreign countries, in the invention, and all applications for patent and any Letters Patent which may be granted therefor, known as

INTAKE AND EXHAUST VALVE SYSTEM

for which the undersigned has ~~executed~~ filed an application for patent in the United States of America on _____

July 21, 2000, Serial No. 09/621,631

1) The undersigned agrees to execute all papers necessary in connection with the application and any continuing or divisional or reissue applications thereof and also to execute separate assignments in connection with such applications as the Assignee may deem necessary or expedient or essential to its full protection and title in and to the invention hereby transferred.

2) The undersigned agrees to execute all papers necessary in connection with any interference which may be declared concerning this application or continuation or division or reissue thereof and to cooperate with the Assignee in every way possible in obtaining evidence and going forward with such interference.

3) The undersigned agrees to perform all affirmative acts which may be necessary to obtain a grant of a valid United States patent to the Assignee.

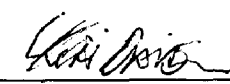
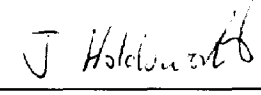
4) The undersigned agrees to communicate to the Assignee or representatives thereof any facts known to me respecting the invention and improvements thereof, and will, upon request, but without expense to me, testify in any legal proceedings regarding the invention.

5) The undersigned hereby authorizes and requests the Commissioner of Patents to issue any and all Letters Patent of the United States resulting from said application or any division or continuing or reissue applications thereof to the said Assignee, as Assignee of the entire interest, and hereby covenants that he has full right to convey the entire interest herein assigned, and that he has not executed and will not execute, any agreement in conflict herewith.

6) The undersigned hereby grants the firm of DOUGHERTY & ASSOCIATES the power to insert on this assignment any further identification which may be necessary or desirable in order to comply with the rules of the United States Patent Office for recordation of this document.

7) This Agreement shall be binding upon my heirs, executors, administrators, and/or assigns, and shall inure to the benefit of the heirs, executors, administrators, successors and/or assigns of the Assignee.

IN WITNESS WHEREOF, this Assignment was executed by the undersigned on the date opposite the undersigned name.

Date 8/9/00 Inventor  Witness 
 KIM DAVIS