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ed original documents or copy thereof.

1. Name of conveying party(ies):
PETER M. BLACK
ANTHONY BRYAN WATERS

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

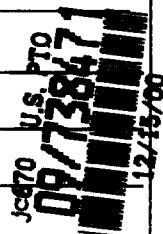
2. Name and address of receiving party(ies):
Name: etronica.com corporation

Internal Address: _____

Street Address: 881 Alma Real Drive

City: Pacific Palisades State: CA ZIP: 90272

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



3. Nature of conveyance:

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

Execution Date: December 14, 2000

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

9 / 738471

If this document is being filed together with a new application, the execution date of the application is: December 14, 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 document should be mailed:

Name: Sanford Astor

Internal Address: _____

Street Address: 10507 West Pico Blvd.

Suite 200

City: Los Angeles State: CA ZIP: 90064

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:

501455

(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.

SANFORD ASTOR

Name of Person Signing

Signature

12/15/00

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



For: U.S. Rights and Foreign Rights
For: U.S. Application
By: Inventors

ASSIGNMENT OF INVENTION

In consideration of the payment by ASSIGNEE to ASSIGNORS of the sum of One Dollar (\$1.00), the receipt of which is hereby acknowledged, and for other good and valuable consideration,

ASSIGNORS:

PETER M. BLACK
881 Alma Real Drive
Pacific Palisades, CA 90272

Nationality: USA

ANTHONY BRYAN WATERS
8810 Wood Glen
Rowlett, TX 75088

Nationality: USA

hereby sell, assign and transfer to

ASSIGNEE:

etronica.com corporation
881 Alma Real Drive
Pacific Palisades, CA 90272
Nationality: USA

and the successors, assigns and legal representatives of the ASSIGNEE the entire right, title and interest for the United States and its territorial possessions and in all foreign countries, including all rights to claim priority, in and to any and all improvements which are disclosed in the invention entitled:

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and which is found in (37 C.F.R. section 3.21) U.S. patent application executed on even date herewith and any legal equivalent thereof in a foreign country, including the right to claim priority and, in and to, all Letters Patent to be obtained for said invention by the above application or any continuation, division, renewal, or substitute thereof, and as to letters patent any reissue or re-examination thereof.

ASSIGNORS hereby covenant that no assignment, sale, agreement or encumbrance has been or will

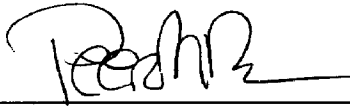
(Assignment of Invention--Multiple Inventors--page 1 of 2)

be made or entered into which would conflict with this assignment.

ASSIGNORS further covenant that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said invention and said Letters Patent and legal equivalents as may be known and accessible to ASSIGNORS and will testify as to the same in any interference, litigation or proceeding related thereto and will promptly execute and deliver to ASSIGNEE or its legal representatives any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents thereof which may be necessary or desirable to carry out the purposes thereof.

IN WITNESS WHEREOF, We have hereunto set hand and seal this 14th day of Dec. 2000.

Date: 12/14/00



Signature of PETER M. BLACK

Date: 12/14/00



Signature of ANTHONY BRYAN WATERS

(Assignment of Invention--Multiple Inventors--page 2 of 3)