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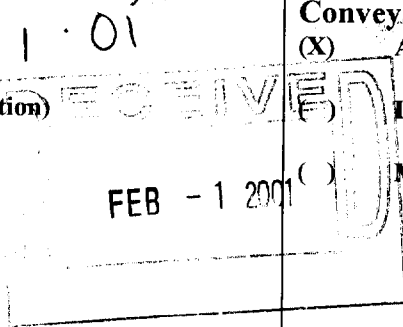
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Conveying Party(ies)

(X) Mark if additional names of conveying parties attached

Name (line 1) Gary W. Gauer

Name (line 2)

Execution Date
Month Day Year

12 - 7 - 2000

Second Party

Name (line 1) Barry N. Jackson

Name (line 2)

Execution Date
Month Date Year

12 - 14 - 2000

Receiving Party

() Mark if additional names of receiving parties attached

Name (line 1) Water Heater Innovations, Inc.

Name (line 2)

Address (line 1) 3107 Sibley Memorial Hwy

Address (line 2)

Address (line 3)

Eagan,
cityMN/USA
State/Country55121
Zip Code

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Domestic Representative Name and Address

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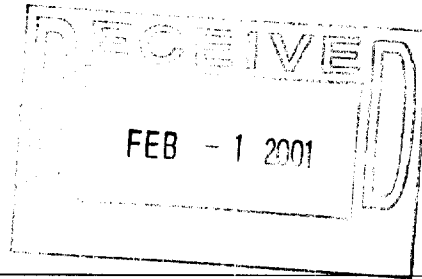
Signature

Date

PATENT

REEL: 011500 FRAME: 0984

Correspondent Name and Address

Area Code and Telephone Number 612-332-8200Name Malcolm L. MooreAddress (line 1) Moore & HansenAddress (line 2) 2900 Wells Fargo CenterAddress (line 3) 90 South Seventh StreetAddress (line 4) Minneapolis, MN 55402

Pages

Enter the total number of pages of the attached conveyance document
including any attachments.

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Application Number(s) or Patent Number(s)

() Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)

Patent Number(s)

29/105,156

If this document is being filed together with a new Patent Application, enter the date the patent application was
signed by the first named executing inventor.

Month Day

Patent Cooperation Treat (PCT)

Enter PCT application number
only if a U.S. Application Number
has not been assigned.

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Christopher J. McLaughlin

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Signature

Date

1-26-01

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CONTINUATION

PATENT

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Conveying Party(ies)

() Mark if additional names of conveying parties attached

Enter additional Conveying Parties

Name (line 1) John Ronvik

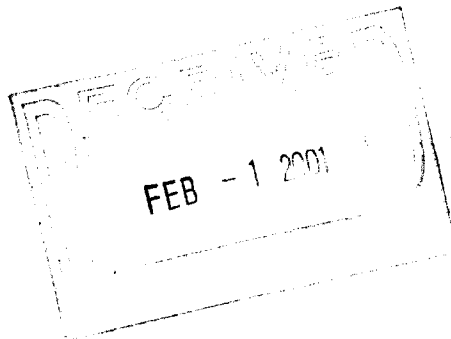
Name (line 2)

Name (line 1)

Name (line 2)

Name (line 1)

Name (line 2)

Execution Date
Month Day Year
12 - 8 - 2000Execution Date
Month Day YearExecution Date
Month Day Year

Receiving Party

() Mark if additional names of receiving parties attached

Enter additional Receiving Party(ies)

Name (line 1)

Name (line 2)

Address (line 1)

Address (line 2)

Address (line 3)

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Name (line 1)

Name (line 2)

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

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Application Number(s) or Patent Number(s)

() Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)

Patent Number(s)

ASSIGNMENT OF PATENT APPLICATION

FOR GOOD AND VALUABLE CONSIDERATION,

We, the undersigned (each) in consideration of the sum of ONE Dollars (\$ 1.00) to us each in hand paid by the Assignee and other good and valuable consideration receipt of which is hereby expressly acknowledged, hereby sell, assign and transfer unto

Water Heater Innovations, Inc.

a corporation organized under the laws of the state of Minnesota as Assignee, and its successors, assigns and legal representatives, the entire right, title and interest, for all countries in and to certain inventions relating to

JUNCTION BOX COVER FOR A WATER HEATER

described in an application for Letters Patent of the United States, identified as Attorney Docket No. W13-010-04-US, at Moore & Hansen, 2900 Wells Fargo Center, 90 South Seventh Street, Minneapolis, MN 55402 and filed on 5/19/1999, as Application Serial No. 29/105,156, and the invention(s) and improvement(s) set forth therein, and any and all continuations, continuations-in-part, divisionals, and renewals of and substitutes for said application for said Letters Patent, and all the rights and privileges under any and all Letters Patent that may be granted therefor in any country, and any reissues, or reexaminations, or extensions of said Letters Patent. We request that any and all Letters Patent for said inventions be issued to said Assignee, its successors, assigns and legal representatives, or to such nominees as it may designate.

We agree that, when requested, we will, without charge to said Assignee but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining patents for said inventions in any and all countries and for vesting title thereto in said Assignee, its successors, assigns and legal representatives or nominees.

We authorize and empower the said Assignee, its successors, assigns and legal representatives or nominees, to invoke and claim for any application for patent or other form of protection for said inventions filed by it or them, the benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it, and to invoke and claim such right of priority without further written or oral authorization from us.

We hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any assignment, consent to file or like document which may be required in any country for any purpose and more particularly in proof of the right of the said Assignee or nominee to claim the aforesaid benefit of the right of priority provided by the International convention which may henceforth be substituted for it.

We hereby authorize Malcolm L. Moore, attorney for Assignee, to insert the filing date and Serial number into the first paragraph of this assignment, after the application for Letters Patent has been filed, and the U.S. Patent Office has assigned such application a Serial Number.

We covenant with said Assignee, its successors, assigns and legal representatives, that the rights and property herein conveyed are free and clear of any encumbrance, and that we have full right to convey the same as herein expressed.

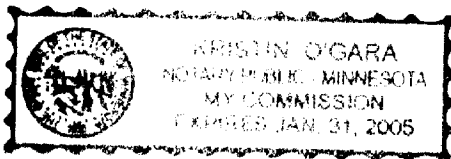
IN WITNESS WHEREOF, We have hereunto signed our names on the day and year set forth below.

Gary W. Gauer
 Inventor's Signature
Gary W. Gauer
 Inventor's Printed Name

Dec 7, 2000
 DATE 96

STATE OF Minnesota)
 COUNTY OF Dakota) SS

On this 7th day of December, 2000, before me personally came the above named Gary W. Gauer who is personally known by me or proved to me on the basis of satisfactory evidence to be the same individual who executed the foregoing assignment, and who acknowledged to me that he/she executed the same of his/her own free will for the use and purposes therein set forth.



Kristin O'Gara
 NOTARY PUBLIC
 My Commission Expires: 1/31/05

Barry N. Jackson
Inventor's Signature
Barry N. Jackson
Inventor's Printed Name

12-14-00
DATE

STATE OF Minnesota)
COUNTY OF Dakota) SS

On this 14th day of December, 2000, before me personally came the above named Barry N. Jackson who is personally known by me or proved to me on the basis of satisfactory evidence to be the same individual who executed the foregoing assignment, and who acknowledged to me that he/she executed the same of his/her own free will for the use and purposes therein set forth.

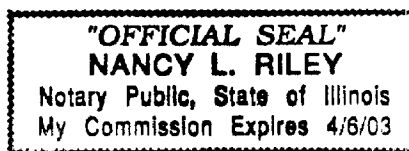


Kristin O'Gara
NOTARY PUBLIC
My Commission Expires: 12/14/00

John Ronvik
Inventor's Signature

12-08-00
DATE

John Ronvik
Inventor's Printed Name



STATE OF Illinois)
COUNTY OF Cook) SS

On this 8th day of December, 2000, before me personally came the above named John Ronvik who is personally known by me or proved to me on the basis of satisfactory evidence to be the same individual who executed the foregoing assignment, and who acknowledged to me that he/she executed the same of his/her own free will for the use and purposes therein set forth.

Nancy L. Riley
NOTARY PUBLIC
My Commission Expires: 4/6/03