

04-23-2001



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FORM PTO-1595

1-31-92 4/10/01

RECORDATION FORM COVER SHEET PATENTS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached.

1. Name and Address of Conveying Party(ies):
 Stacy S. Cook
 9801 W. Parmer Lane, Apt. 2632
 Austin, Texas 78717

Individual/Citizenship: United States of America

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

2. Name and Address of receiving Party(ies):
 Name: Applied Science Fiction, Inc.

Internal Address:

Street Address: 8920 Business Park Drive
 City: Austin
 State: Texas Zip: 78759

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

3. Nature of conveyance:

<input checked="" type="checkbox"/>	Assignment	<input type="checkbox"/>	Merger
<input type="checkbox"/>	Security Agreement	<input type="checkbox"/>	Change of Name
<input type="checkbox"/>	Other		

Execution Date: 04/02/01.

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: 04/02/01.

A. Patent Application No.(s) - 09/751,378 - 12/29/00. B. Patent No.(s)

Additional Numbers attached? Yes No

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

Name: David G. Wille
 Internal Address: Baker Botts L.L.P.
 Street Address: 2001 Ross Avenue, Suite 600
 City: Dallas
 State: Texas Zip: 75201-2980

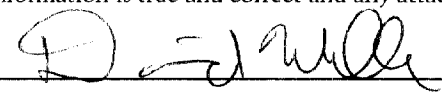
6. Total number of applications and patents involved: 1

7. Total Fee (37 CFR 3.41): \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 Deposit Account No. 02-0384 of Baker Botts L.L.P.
 (Attach Duplicate Copy of this page if paying by deposit account)

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.

David G. Wille  April 10, 2001

Name of Person Signing Signature Date

Total number of pages including cover sheet 6

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information:

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Attorney's Docket No.: ASF99324:021971.0161

Section 1 - Name of conveying parties

Additional names (individual):

2. Douglas E. Corbin
PMB 66, 8127 Mesa Drive B206
Austin, TX 78759-8632
Citizenship: United States of America
- 3.. Robert S. Young, Jr.
9303 Creeks Edge Circle
Austin, TX 78733
Citizenship: United States of America
4. Alexei L. Krasnoselsky
8801 N. FM 620, Apt. 713
Austin, Texas 78726
Citizenship: Russia

ASSIGNMENT

WHEREAS, WE, Douglas E. Corbin, a citizen of the United States; Robert S. Young, Jr., a citizen of the United States; Stacy S. Cook, a citizen of the United States; and Alexei L. Krasnoselsky, a citizen of Russia, each having a residence listed below (hereinafter referred to as "ASSIGNORS"), have invented a new and useful invention entitled **Improved System and Method for Digital Film Development Using Visible Light**, which is identified as Docket No. ASF99324-PA, for which we have executed an application for Letters Patent of the United States, on December 29, 2000 and assigned Serial Number 09/751,378 (the "Invention"); and

WHEREAS, **Applied Science Fiction, Inc.**, having a business address at 8920 Business Park Drive, Austin, Texas 78759, United States of America, a corporation duly organized and existing under the laws of the State of Delaware, (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the entire right, title and interest to said Invention and to said application and any Letters Patent that may issue thereon;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said ASSIGNORS, hereby sell, assign, and transfer and set over, unto said ASSIGNEE, its successors, legal representatives and assigns, the entire right, title and interest in, to and under said Invention, and said United States application and all divisions, renewals, and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues, reexaminations and extensions thereof; and all applications for industrial property protection, including, without limitation, all applications for patents, utility models, and designs which may hereafter be filed for said Invention in any country or countries foreign to the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models and designs which may be granted for said Invention in any country or countries foreign to the United States and all extensions, renewals, reexaminations and reissues thereof;

ASSIGNORS HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

ASSIGNORS HEREBY covenant and agree that they have full right to convey the entire interest herein assigned, and that they have not executed, and will not execute, any agreement in conflict herewith, and that ASSIGNEE, its successors, assigns and other legal representatives shall have the right to hold and enjoy for its own use and benefit, to the end of term or terms for which such Letters Patent shall or may be granted, reissued, or extended as fully and completely as the same might and could have been held and enjoyed by ASSIGNORS had this Agreement not been made.

ASSIGNORS HEREBY further covenant and agree that they will communicate to said ASSIGNEE, its successors, legal representatives and assigns, any and all facts known to ASSIGNORS respecting said Invention, and testify in any legal proceeding, promptly sign all lawful papers, execute all divisional, continuing, reissue, reexamination and foreign applications, make all rightful oaths, and generally do everything possible to aid said ASSIGNEE, its successors, legal representatives and assigns, to obtain, maintain and enforce proper protection for said Invention in all countries, without further compensation, but at the expense of ASSIGNEE, its successors, legal representatives and assigns.

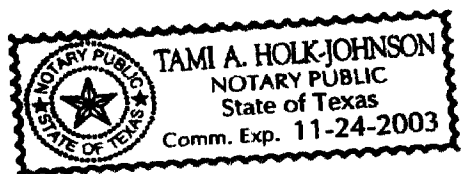
Dated: April 2, 2001

Douglas E. Corbin
Douglas E. Corbin
PMB 66
8127 Mesa Drive B206
Austin, TX 78759-8632

STATE OF TEXAS)
) ss:
COUNTY OF TRAVIS)

Before me, a Notary Public in and for said County and State, personally appeared Douglas E. Corbin, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this 2nd day of April, 2001.



Tami A. Holk-Johnson
Notary Public

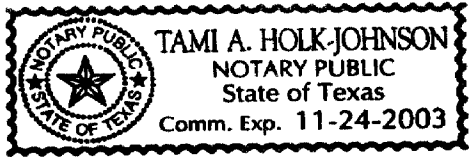
Dated: April 2, 2001

Robert S. Young, Jr.
Robert S. Young, Jr.

STATE OF TEXAS)
) ss:
COUNTY OF TRAVIS)

Before me, a Notary Public in and for said County and State, personally appeared Robert S. Young, Jr., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this 2nd day of April, 2001.



Tami A. Holk-Johnson
Notary Public

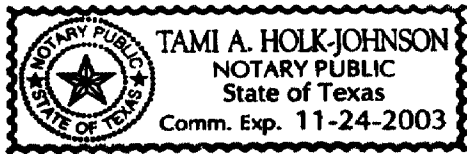
Dated: April 2, 2001

Stacy S. Cook
Stacy S. Cook
9801 W. Parmer Lane, Apt. 2632
Austin, Texas 78717

STATE OF TEXAS)
) ss:
COUNTY OF TRAVIS)

Before me, a Notary Public in and for said County and State, personally appeared Stacy S. Cook, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this 2nd day of April, 2001.



Tami A. Holk-Johnson
Notary Public

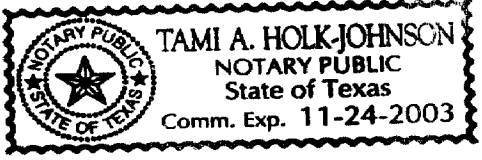
Dated: April 2, 2001

Alexei L. Krasnoselsky
Alexei L. Krasnoselsky
8801 N. FM 620, #713
Austin, Texas 78726

STATE OF TEXAS)
) ss:
COUNTY OF TRAVIS)

Before me, a Notary Public in and for said County and State, personally appeared Alexei L. Krasnoselsky, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this 2nd day of April, 2001.



Tami A. Holk-Johnson
Notary Public