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SHEET

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

1. Name of conveying party(ies):

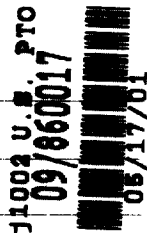
Paul M. Glass
Charles M. Wohl
Susan M. Kight
Eddie R. McMullen
Alan L. Hammond

05/17/01

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

Name: Advanced Tracking Technologies, Inc.

Internal Address:



Street Address: 6001 Savoy, Suite 204

City: Houston State: TX ZIP: 77036

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

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: May 15, 2001

4. Application number(s) or registration numbers(s):

If this document is being filed together with a new application, the execution date of the application is: May 15, 2001

A. Patent Application No.(s)

B. Patent No.(s)

09/860017

05/22/2001 NBELETE1 00000017 09860017

~~01 FC+201 355.00 OP~~
~~02 FC+203 189.00 OP~~
~~03 FC+5A1 40.00 OP~~

Additional numbers attached? Yes No

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

Name: Rick Martin

Internal Address:

Patent Law Offices of Rick Martin, P.C.

Street Address: 416 Coffman Street

City: Longmont State: CO ZIP: 80501

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed - Any excess or insufficiency should be credited or debited to deposit account
- Authorized to be charged to deposit account

8. Deposit account number:

50-0617

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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.

Rick Martin

Rick Martin

5-16-01

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: 3

3

PATENT

REEL: 011822 FRAME: 0436

JOINT ASSIGNMENT NOT REQUIRING NOTARIZATION
EXECUTED CONCURRENTLY WITH
PATENT APPLICATION

FOR VALUE RECEIVED, WE,

Paul M. Glass
17 Lake Mist Court
Sugar Land, TX 77479

Charles M. Wohl
15 Bank Birch Place
The Woodlands, TX 77381

Susan M. Kight
9503 Autumn Way Drive
Houston, TX 77064

Eddie R. McMullen
9803 West Sam Houston Parkway South
Apt. 2137
Houston, TX 77099

Alan L. Hammond
7275 Santa Fe
Houston, TX 77061

hereby sell, assign and transfer unto

ADVANCED TRACKING TECHNOLOGIES, INC.
6001 SAVOY, SUITE 204
HOUSTON, TX 77036

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 the Travel Tracker Network System described in an application for Letters Patent of the United States, executed by us on the 15th day of May, 2001, and all the rights and privileges under any and all Letters Patent that may be granted therefore.

We request that any and all patents for said inventions be issued to said assignee, its successors, assigns and legal representatives, or to such nominees as it may designate.

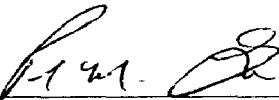
We agree that, when requested, we will, without charge to said assignee but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining patents for said inventions in any and all countries and for vesting title 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 for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it.

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.

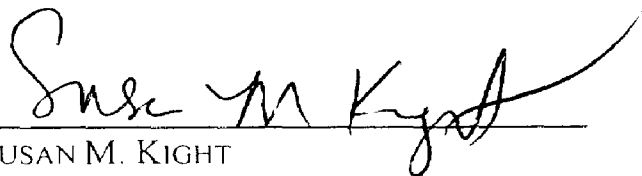
Signed at Houston, TX, this 15th day of May, 2001.



PAUL M. GLASS



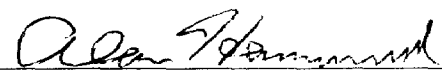
CHARLES M. WOHL



SUSAN M. KIGHT



EDDIE R. MCMULLEN



ALAN L. HAMMOND