

ASSIGNMENT

WHEREAS, We, Lilip Lau, a United States citizen, residing at 1132 South Sage Court, Sunnyvale, CA 94087, and Bill Hartigan, a United States citizen, residing at 4547 Renato Court, Fremont, CA 94536, have invented certain new and useful improvements in an EXPANDABLE CARDIAC HARNESS FOR TREATING CONGESTIVE HEART FAILURE for which we have filed an application for Letters Patent in the United States, Application No. 09/634,053, filing date August 8, 2000;

AND WHEREAS, Paracor Surgical, Inc. (hereinafter "ASSIGNEE"), a California Corporation, with its principal place of business at Post Office Box 3078, Los Altos, CA 94024-3068, desires to acquire the entire right, title, and interest in and to the said improvements and the said Application:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to me in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said inventors, do hereby acknowledge that we have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, his successors, legal representatives and assigns, the entire right, title, and interest throughout the world in, to and under the said improvements, and the said application and all divisions, renewals and continuations thereof, and all Letters Patent of the United States which may be granted thereon and all reissues and extensions thereof, and all rights of priority under International Conventions and applications for Letters Patent which may hereafter be filed for said improvements in any country or countries foreign to the United States, and all Letters Patent which may be granted for said improvements in any country or countries foreign to the United States and all extensions, renewals and reissues thereof; and we hereby authorize and request the Commissioner of Patents of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents on applications as aforesaid, to issue all Letters Patent for said improvements to the said ASSIGNEE, his successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we will communicate to the said ASSIGNEE, his successors, legal representatives and assigns, any facts known to us respecting said improvements, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths and generally do everything possible to aid the said ASSIGNEE, his successors, legal representatives and assigns, to obtain and enforce proper patent protection for said improvements in all countries.

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 3rd day of November, 2000

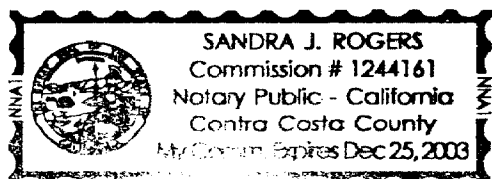
Lilip Lau
Lilip Lau

STATE OF CALIFORNIA }
COUNTY OF Santa Clara } ss.

On November 3, 2000, before me, Sandra J Rogers, personally appeared Lilip Lau personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.


WITNESS my hand and official seal.

[SEAL]



Sandra J Rogers
Notary Signature

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 3 day of NOVEMBER, 2000


Bill Hartigan

STATE OF

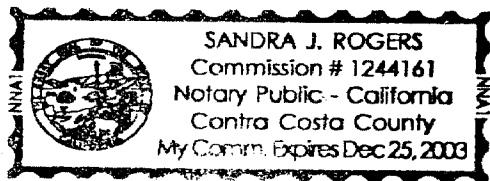
COUNTY OF

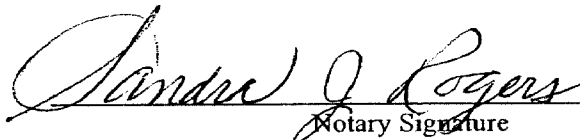
SS.

On November 3, 2000, before me, Sandra J Rogers, personally appeared Bill Hartigan personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]




Notary Signature

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