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October 2, 2001

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PATENTS ONLY

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WASHINGTON, D.C. 20231

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

- 1. Name of conveying party(ies):
Lee McDonald and Maurice Lavimodiere
- 2. Name and address of receiving party(ies):
Name: Southmedic Incorporated
Street Address: 50 Alliance Blvd.,
City: Barrie
State: Ontario Zip: L4M 3C9
Country: Canada

- 3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: September 25, 2001.

- 4. Application number(s) or registration number(s):
If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No. (s):
29/141,424

B. Patent No. (s):

- 5. Name and address of party of whom correspondence concerning document should be mailed:
Name: Thomas J. Nikolai, Esq.
NIKOLAI & MERSEREAU, P.A.
Street Address: 900 Second Avenue South, #820
City: Minneapolis State: MN Zip: 55402-3325

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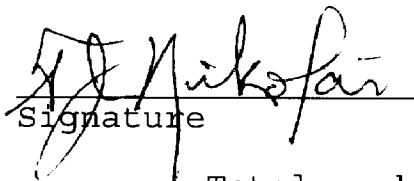
PATENT
REEL: 012238 FRAME: 0411

6. Number of applications and patents involved: One
7. Total Fee (37 CFR 3.41): \$40.00
X A check is enclosed.
8. The Commissioner is authorized to charge any fees or refund any overpayment under 37 CFR 1.16 and 1.17 which may be required by this paper to Deposit Account No. 08-1265.

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.

Thomas J. Nikolai
Name of Person Signing


Signature

Date: Oct. 2, 2001

Total number of pages including
cover sheet, attachments and document: 4

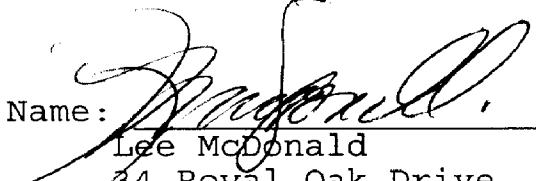
A S S I G N M E N T

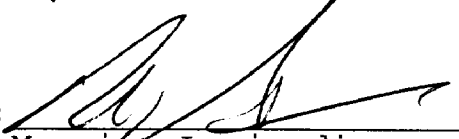
WHEREAS, we, LEE MCDONALD, and MAURICE LAVIMODIERE, residing at 34 Royal Oak Drive, Barrier, Ontario, Canada, and at 79 Drury Lane, Barrier, Ontario, L4M 3C9, Canada, respectively, both citizens of Canada, are the joint inventors of that certain invention disclosed and claimed in application for United States Design Letters Patent Serial No. 29/141,424, filed May 4, 2001, and entitled "Lightweight Oxygen Delivery System"; and

WHEREAS, SOUTHMEDIC INCORPORATED, a corporation organized and existing under the laws of Canada, and having its principal office located at 50 Alliance Blvd., Barrie, Ontario L4M 5K2, Canada,, is desirous of acquiring the said design and any and all patents of any and all countries which may be granted on said design.

NOW, THEREFORE, Be It Known that for and in consideration of the sum of One Dollar (\$1.00) to us in hand paid by said SOUTHMEDIC INCORPORATED, and for other good and valuable consideration, the receipt of all of which is hereby acknowledged, we, LEE MCDONALD and MAURICE LAVIMODIERE, have sold, assigned and transferred, and do hereby sell, assign and transfer unto said SOUTHMEDIC INCORPORATED, the entire right, title, and interest, both legal and equitable, in and to the said above-identified design for all countries, in and to the same above-identified application for Design Letters Patent, and in and to any and all patents of any and all countries which may be granted on said design; and the Commissioner of Patents and Trademarks is hereby authorized and requested to issue, in accordance with this Assignment, any and all patents which may be granted on the above identified application or on the design therein disclosed.

Signed at ^{Barrie, Ont} this 25th day of Sept, 2001.

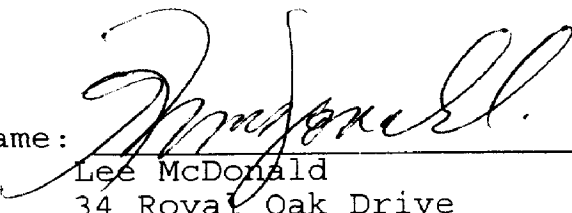
Name:  (1)
Lee McDonald
34 Royal Oak Drive
Barrie, Ontario, Canada


Name:  (2)
Maurice Lavimodiere
79 Drury Lane
Barrie, Ontario, Canada

AFFIDAVIT OF EXECUTION

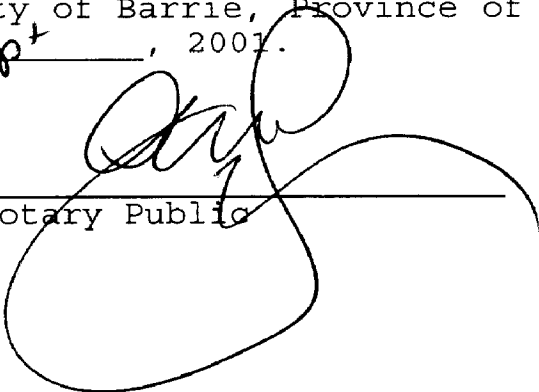
We, LEE MCDONALD and MAURICE LAVIMODIER, whose post office address are listed below, make oath and say:

That we executed as our voluntary act and deed the foregoing assignment and that we executed it for the purposes therein set forth.

Name:  (1)
Lee McDonald
34 Royal Oak Drive
Barrie, Ontario, Canada

Name:  (2)
Maurice Lavimodiere
79 Drury Lane
Barrie, Ontario, Canada

SWORN BEFORE ME In the City of Barrie, Province of Ontario, Canada, this 25th day of Sept, 2001.


Notary Public