

01-25-2002

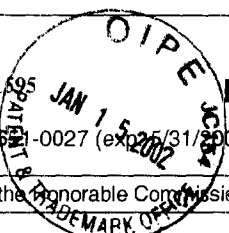
Attorney Docket No. 6978-000244

IEET U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office



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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):
Randolph C. Williams
Aaron Ronk
Stanislav Ponca
Timothy R. Stallock

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

1-15-02

2. Name and address of receiving party(ies)
Name: New Venture Gear, Inc.
Internal Address: _____

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date(s): 12/11/01

Street Address: 1650 Research Drive
Suite 300
City: Troy State: MI Zip: 48083
Additional Name(s) & address(es) attached? Yes No

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:
A. Patent Application No.(s)
09/981,164
B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning this document should be mailed:
Name: Philip E. Rettig
Internal Address: Harness, Dickey & Pierce, P.L.C.

Street Address: P.O. Box 828
City: Bloomfield Hills State: MI Zip: 48303

6. Total number of applications and/or patents involved: 1
7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account 14-0790

8. The Commissioner is hereby authorized to charge any additional fees that may be required or credit any overpayments to Deposit Account No.14-0790.

DO NOT USE THIS SPACE

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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.

Philip E. Rettig
Name of Person Signing

PE Rettig
Signature

12-17-01
Date

Total number of pages including cover sheet, attachments, and documents: 10

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT

Atty. Docket No. 6978-000244

WHEREAS, the undersigned, hereinafter referred to collectively as Assignor, has invented:

TWO-SPEED FULL-TIME TRANSFER CASE WITH INTEGRATED PLANETARY GEARSET AND SYNCHRONIZED RANGE SHIFT

for which Assignor is about to make or has made United States or International application for patent

- (a) executed on even date preparatory to filing (each inventor should sign this Assignment on the same day as he/she signs the Declaration and Power of Attorney);
- (b) executed on _____, _____, _____; or
- (c) filed on 10/17/01, and assigned Serial No. 09/981,164 or PCT International Application No. _____, and

WHEREAS, New Venture Gear, Inc., hereinafter referred to as Assignee, is desirous of acquiring an interest therein:

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy whereof is hereby acknowledged, Assignor by these presents does sell, assign and transfer unto Assignee and its successors in interest, the full and exclusive right, title and interest in the United States of America and all foreign countries, including the right to claim priority under the laws of the United States, the Paris Convention, and any foreign countries, to the said invention as described in the aforesaid application, said application for patent and all Letters Patent therefor to be held and enjoyed by Assignee to the full end of the term for which said Letters Patent are granted and any extensions thereof as fully and entirely as the same would have been held by Assignor had this assignment and sale not been made;

Assignor hereby covenants and agrees to execute all instruments or documents required or requested for the making and prosecution of any applications of any type for patent in the United States and in all foreign countries including, but not limited to, any provisional, continuation, continuation-in-part, divisional, renewal or substitute thereof, and as to letter patent any reissue, re-examination, or extension thereof, and for litigation regarding, or for the purpose of protecting title and to the said invention, the United States application for patent, or Letters Patent therefor, for the benefit of Assignee without further or other compensation than that above set forth;

Assignor hereby covenants that no assignment, sale or agreement or encumbrance has been or will be entered into which would conflict with this Assignment; and

Assignor hereby requests the Commissioner of Patents and Trademarks to issue said Letters Patent of the United States of America to Assignee, and requests that any official of any country or countries foreign to the United States, whose duty it is to issue or grant patents and applications as aforesaid, to issue said Letters Patent, Utility Model Registration or Inventor's Certificate to Assignee.

ASSIGNMENT

Langley Williams

(First joint inventor)

Robert Mark

(Second joint inventor)

Shirley Adams

(Third joint inventor)

Timothy R. Stetler

(Fourth joint inventor)

State of New York)
County of Onondaga) ss.

On this 11th day of December, 2001, before me personally appeared the foregoing individuals, who executed the foregoing instrument and who acknowledged to me that they executed the same of their own free will for the purpose therein set forth.

Linda M. Domres
Notary Public,

(seal) Onondaga County, State of New York

My Commission Expires: 1/31/02

LINDA M. DOMRES
Notary Public, State of New York
Qualified in Onon. Co. No. 01D04614744
My Commission Expires 1/31/02