

01-28-2002

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(Rev. 03/01)

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

10/047645  
01/15/02

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

<p>1. Name of conveying party(ies):</p> <p>Mark R Baker Randall J. Omdahl</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>Modular Mining Systems, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: _____</p> <p>3289 E. Hemisphere Loop</p> <p>City: <u>Tucson</u> State: <u>AZ</u> Zip: <u>85706</u></p> <p>Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other _____</p> <p>Execution Date: <u>12/12/2001</u></p>	

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: 12/12/01

<p>A. Patent Application No.(s)</p> <p><u>10,047645</u></p>	<p>B. Patent No.(s)</p>
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Additional numbers attached?  Yes  No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Antonio R. Durando</u></p> <p>Internal Address: _____</p> <p><u>DURANDO BIRDWELL &amp; JANKE, P.L.C.</u></p> <p>Street Address: <u>2929 E. Broadway Blvd.</u></p> <p>City: <u>Tucson</u> State: <u>AZ</u> Zip: <u>85716</u></p>	<p>6. Total number of applications and patents involved: <input type="checkbox"/></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>40</u></p> <p><input checked="" type="checkbox"/> Enclosed</p> <p><input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Antonio R. Durando      [Signature]      1/15/02

Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and documents: 5

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

01/23/2002 WABRHAM1 00000026 10047645

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PATENT  
REEL: 012496 FRAME: 0896

ASSIGNMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, we, Mark R. Baker and Randall J. Omdahl, do hereby assign and transfer unto MODULAR MINING SYSTEMS, INC., a corporation of the State of Arizona, having its principal offices at 3289 E. Hemisphere Loop, Tucson, AZ 85706, United States of America, and unto its successors, assigns and legal representatives, the entire right, title and interest to a certain invention entitled "Bi-Directional Autonomous Truck," described, illustrated and claimed in an application for Letters Patent of the United States of America executed by us on December 12, 2001, together with the entire right, title and interest in and to said application, and in and to Letters Patent which may be issued upon said application, and in any division, extension, continuation or reissue thereof, said MODULAR MINING SYSTEMS, INC., bearing all patent application expenses, including attorney fees.

We also hereby assign and transfer unto said MODULAR MINING SYSTEMS, INC., the entire right, title and interest in and to said inventions and in and to applications for Letters Patent therefor in all countries foreign to the United States of America, including all rights under any and all international conventions and treaties in respect of said inventions and said applications for Letters Patent in foreign countries; we further authorize said MODULAR

MINING SYSTEMS, INC., to apply for Letters Patent in foreign countries directly in its own name, and to claim the priority of the filing date of said application for Letters Patent of the United States of America under the provisions of any and all international conventions and treaties.

We hereby authorize and request the Commissioner of Patents of the United States of America to issue Letters Patent upon the aforesaid application, division, extension, continuation or reissue, to MODULAR MINING SYSTEMS, INC., for the sole use and behoof of said MODULAR MINING SYSTEMS, INC., its successors, assigns and legal representatives, to the full end of the term for which said Letters Patent may be granted, the same as they would have been held and enjoyed by us had this assignment not been made, and we hereby authorize and request the equivalent authorities in foreign countries to issue the patents of their respective countries to said MODULAR MINING SYSTEMS, INC.

We agree that, when requested, we will, without charge to said MODULAR MINING SYSTEMS, INC., 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/or maintaining patents for said invention in any and all countries and for vesting title thereto in said MODULAR MINING SYSTEMS, INC., its successors, assigns and legal representatives or nominees.

We covenant with said MODULAR MINING SYSTEMS, INC., its successors, assigns and legal representatives, that the interest

and property hereby conveyed is free from all prior assignment, grant, mortgage, license or other encumbrance.

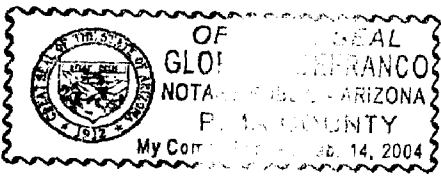
Mark R. Baker  
Mark R. Baker

12/12/01  
Date

Randall J. Omdahl  
Randall J. Omdahl

12/12/01  
Date

State of Arizona )  
County of Pima ) ss.



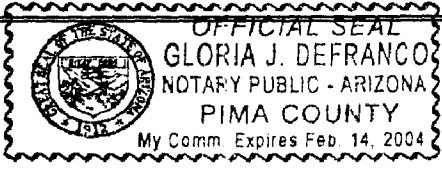
I, Gloria J. DeFranco, a Notary Public in and for the County and State aforesaid, do hereby certify that Mark R. Baker, whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged under oath that he signed, sealed and delivered said instrument as his free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and notarial seal this 12th day of December, 2001.

Gloria J. DeFranco  
Notary Public

My commission expires: 2-14-2004

State of Arizona )  
County of Pima ) ss.



I, Gloria J. DeFranco, a Notary Public in and for the County and State aforesaid, do hereby certify that Randall J. Omdahl, whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged under oath

that he signed, sealed and delivered said instrument as his free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and notarial seal this 12th day of DEC., 2001.

Adrian J. DeFranco  
Notary Public

My commission expires: 2-14-2004