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To the Honorable Commissioner of Patents and Trademarks 10.1968904

the attached original documents or copy thereof.

1. Name of conveying party(ies):
**John C. Bass
Daniel T. Allen
Norbert B. Elsner**

2. Name and address of receiving party(ies):
Name: **Hi-Z Technology, Inc.**

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

Internal Address: _____

Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Street Address: **7606 Miramar Rd., Suite 7400**
City: **San Diego** State: **CA** ZIP: **92126**

Execution Date: **December 12, 2001**

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

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)
09/919,246

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: **John R. Ross, III**

Internal Address: **Ross Patent Law Office**

Street Address: **P.O. Box 2138**

City: **Del Mar** State: **CA** ZIP: **92014**

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:
200678

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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.

John R. Ross, III Signature **12/7/01** Date

Name of Person Signing **2** Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments

PATENT
REEL: 012524 FRAME: 0232

02/01/2002 LHWELLEN 09919246 40.00 DP 01 FC:561

ASSIGNMENT OF INVENTION AND PATENT APPLICATION

For value received, John C. Bass, Daniel T. Allen and Norbert B. Elsner (hereinafter assignor(s)) hereby sells, assigns, transfers and sets over unto


Hi-Z Technology, Inc. with offices in San Diego, CA

and its successors or assigns (hereinafter assignee), a 100% interest in the following:

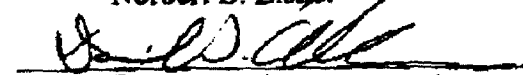
- (A) Assignor's right, title and interest in and to the invention entitled "Thermoelectric Module with Funneled Heat Flux" invented by assignor(s);
- (B) the application for the United States patent therefore, having a filing date of 7/31/01 and having application serial number 09/919,246;
- (C) any patent or reissues of any patent that may be granted thereon; and
- (D) any applications which are continuations, continuations-in-part, substitutions, or divisions of said application.

Assignor(s) hereby further sells, assigns, transfers, and sets over unto assignee, assignor's entire right, title and interest in and to said invention in each and every country foreign to the United States; and assignor(s) further conveys to assignee the priority rights resulting from the above-identified application for United States patent. Assignors agree to execute all papers, give any required testimony and perform other lawful acts, at assignee's expense, as assignee may require to enable assignee to perfect assignee's interest in any resulting patent of the United States and countries foreign thereto, and to acquire, hold, enforce, convey, and uphold the validity of the said patent and reissues and extensions thereof, and assignee's interest therein.

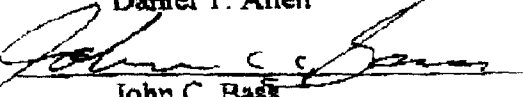
In testimony whereof assignor has executed this Assignment on the date stated.

 (Signature)
Norbert B. Elsner

7 Dec 01
Date

 (Signature)
Daniel T. Allen

07 DEC 01
Date

 (Signature)
John C. Bass

7/12/01
Date

Dec. 06 2001 06:09PM P3

FAX NO.: 958 755 3122

FROM: Bass Patent Law Office

TOTAL P. 03