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ON

Atty. Dkt. 213899.00004

To the Commissioner of Patents and Trad

documents or copy thereof.

1. Name of conveying party(ies):

THOMAS M. LEMONS

Additional name(s) of conveying party(ies) attached?

Yes No

2. Name and address of receiving party(ies):

Name: TLA LIGHTING CONSULTANTS, INC.

Domestic Address: Seven Pond Street

Salern, MA 01970 USA

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

4-12-02

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: January 14, 2001

4. Application number(s) or patent number(s): 10/029,803

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application Number: 10/029,803

Filing Date: December 31, 2001

B. Title of Invention:

LED INSPECTION LAMP

Additional numbers attached? Yes No

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

Name: Katten Muchin Zavis Rosenman, Patent Admin.
525 West Monroe Street, Suite 1600
Chicago, Illinois 60661-3693

Telephone No.: (312) 902-5200

Facsimile No.: (312) 902-1061

6. Number of applications and patents involved:

One

7. Total fee (37 C.F.R. § 3.41): \$ 40.00

Enclosed
 Authorized to be charged to deposit account.

8. Deposit account number (for deficiency or excess)

50-1710

(Attach duplicate copy of this page if paying by deposit account.)

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and the attached is the original document or is a true copy of the original document.

Richard P. Bauer, Reg. No. 31,588

Name of Person Signing

Signature

April 12, 2002

Date

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

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PATENT
REEL: 012784 FRAME: 0741

ASSIGNMENT

FOR VALUE RECEIVED, I

Thomas M. Lemons

citizen of the **United States of America**

residing at

**14 Orne Street
Marblehead, MA 01945
USA**

hereby sell, assign, transfer and convey unto **TLA Lighting Consultants, Inc.**

a Massachusetts corporation

having a place of business at

**Seven Pond Street
Salem, MA 01970
USA**

its successors, assigns and legal representatives (hereinafter called the "Assignee"), the entire right, title and interest, for all countries, in and to certain inventions relating to **LED Inspection Lamp** and described in an application for Letters Patent of the United States filed without a signed Declaration on December 31, 2001.

and in and to all inventions, works, trade secrets, copyright, patent rights and other intellectual property and intellectual property rights and rights to apply therefore that are owned by me and related to or required by the inventions described above, or were created by me in the course of creating the inventions described above,

and in and to 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 applications for Letters Patent or other grants of protection of proprietary rights including, but not limited to, inventor's certificate, utility model, utility certificate, patent of importation, registration of patent and industrial design registration which may be filed, and which may be granted, upon said inventions in any countries or regions foreign to the United States, and all reissues, renewals and extensions thereof; and I hereby authorize and request the Commissioner for Patents and Trademarks of the United States, and all officials of countries or regions foreign to the United States having authority so to do, to issue all such Letters Patent or other grants of protection upon said inventions to the Assignee or to such nominees as it may designate.

AND I authorize any then current owner of the application, and its patent agents or attorneys, to insert the following information when it becomes available:

Application Serial Number: 10/029,803
Filing Date: December 31, 2001.

AND I authorize and empower the said Assignee or nominees to invoke and claim for any application for such Letters Patent or other grants of protection for said inventions filed by it or them, the benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by a convention which may henceforth be substituted for it, and to invoke and claim such right of priority without further written or oral authorization from me.

AND I hereby consent that a copy of this assignment shall be deemed a full and formal equivalent of any assignment, consent to file or like document which may be required in any country or region for any purpose and more particularly in proof of the right of the said Assignee or nominees to claim the aforesaid benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it.

AND I hereby covenant that I have the full right to convey the entire right, title and interest herein assigned, and other than Jack Brass, Brasscorp Limited, Richard J Doran, R J Doran & Co Ltd., Don Klipstein, and the Assignee, I am not aware of any person or entity that may have any right, title or interest in the inventions or other intellectual property, intellectual property rights and rights to apply therefore that are referred to in this Assignment, and that I have not executed and will not execute any agreement in conflict herewith.

AND I hereby covenant and agree that I will communicate to said Assignee or its nominees all facts known to me pertaining to said inventions, and testify in all legal proceedings, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths and declarations and in general perform all lawful acts necessary or proper to aid said Assignee or nominees in obtaining, maintaining and enforcing all lawful patent or other grants of protection of said inventions in any and all countries and regions; provided that Assignee shall pay all my reasonable expenses related thereto.

AND I hereby acknowledge that TLA Lighting Consultants, Inc. shall immediately upon execution of this Agreement transfer the entire benefit thereof to Brasscorp Limited and R J Doran & Co Ltd., and I agree for the benefit of TLA Lighting Consultants, Inc. and Brasscorp Limited and R J Doran & Co Ltd. that this Assignment shall be enforceable against me as if Brasscorp Limited and R J Doran & Co Ltd. were TLA Lighting Consultants, Inc., and I covenant that no further consideration or action of Assignee or Brasscorp Limited and R J Doran & Co Ltd. shall be required in order to make it enforceable on the terms expressly set out in this Assignment.

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 17 day of JAN 2001.

Thomas M. Lemons L.S.
Thomas M. Lemons

Priscilla M. Lemons
Witness to signature of Thomas M. Lemons

Priscilla M. Lemons
Name of Witness (Print)

14 Orne St.
Marblehead, MA 01945
Address of Witness (Print)

Received and accepted by TLA Lighting Consultants, Inc.
Thomas M. Lemons L.S.
Thomas M. Lemons
President