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FORM PTO-1594
(Rev. 6-93)

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U.S. DEPARTMENT
OF COMMERCE

Atty Docket #:
200UP336

102154916

Patent and
Trademark Office

U.S. PTO
10/184716



06/26/02

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

1. Name of conveying part(ies):
James J. Baker
Jim Eskildsen

06/26/02

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

Name: UNIVERSAL PROPULSION COMPANY, INC.

Internal Address: _____

Street Address: 25401 N. Central Avenue

City: Phoenix State: AZ ZIP: 85027

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

Execution date of conveyance: June 7, 2002

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: June 6, 2002

A. Patent Application No.(s): 10/184716 B. Patent No.(s): _____

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: UNIVERSAL PROPULSION COMPANY, INC.
Internal Address: THE CAVANAGH LAW FIRM

Street Address: 1850 N. Central Avenue, Ste.2400
City: Phoenix State: AZ Zip: 85004

6. Total number of applications and patents involved: 1
7. Total fee (37 C.F.R. 3.41)..... \$ 40.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number: 07-1625
(Attach triplicate copy of this page if paying by deposit account)

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.

John D. Titus 39,047 *[Signature]* 26 June 2002
Name of Person Signing Reg. Signature Date

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

OMB No. 0651-0011 (exp. 4/94)

07/12/2002 DBYRNE 00000025 071625 10184716
01 FC:581 40.00 CH

ASSIGNMENT AND AGREEMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, I the undersigned, have sold, assigned, and transferred, and do hereby sell, assign, and transfer unto UNIVERSAL PROPULSION COMPANY, INC., a corporation of the State of Delaware, having a place of business at 25401 N. Central Avenue, Phoenix, AZ 85027, United States of America, and its successors, assigns, and legal representatives or nominees, (hereinafter "UNIVERSAL PROPULSION COMPANY, INC.") the entire right, title, and interest for the United States of America in and to certain inventions relating to improvements described, illustrated, and claimed in an application for Letters Patent of the United States of America titled TEMPERATURE COMPENSATING INFLATION DEVICE executed by me, together with the entire right, title and interest in and to the application, and in and to Letters Patent that may be issued upon the application, and upon any division, extension, substitution, continuation, continuation-in-part, renewal or reissue thereof (hereinafter "application").

I hereby also sell, assign, and transfer unto UNIVERSAL PROPULSION COMPANY, INC., the entire right, title, and interest in and to the 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 the inventions and the applications for Letters Patent in foreign countries, and I further authorize UNIVERSAL PROPULSION COMPANY, INC. to apply for Letters Patent in foreign countries directly in its own name, and to claim the priority of the filing date of the above-referenced application for Letters Patent of the United States of America under the provisions of any and all international conventions and treaties.

I hereby authorize and request the Commissioner of Patents and Trademarks of the United States of America to issue Letters Patent upon the aforesaid application, to UNIVERSAL PROPULSION COMPANY, INC., for the sole use and behoof of UNIVERSAL PROPULSION COMPANY, INC., to the full end of the term for which the Letters Patent may be granted, the same as they would have been held and enjoyed by me had this assignment not been made, and I hereby authorize and request the equivalent authorities in foreign countries to issue the patents of their respective countries to UNIVERSAL PROPULSION COMPANY, INC.

I agree that, when requested, I will, without charge to UNIVERSAL PROPULSION COMPANY, 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 maintaining patents for the inventions in any and all countries and for vesting title thereto in UNIVERSAL PROPULSION COMPANY, INC.,

and that I will communicate all facts known to me regarding the conception and reduction to practice of the invention and any and all prior art known to me that may be material to the examination of the application.

I warrant and covenant with UNIVERSAL PROPULSION COMPANY, INC., that the interest and property hereby conveyed is free from all prior assignment, grant, mortgage, license, or other encumbrance, and that the full right to convey the same as herein expressed is possessed by me.

I hereby covenant and agree that the above is and will be binding on my heirs, assigns, representatives and successors.

J. J. Baker

James J. Baker

STATE OF MARYLAND)
COUNTY OF CHARLES)

I, CAROL HOLBEN, a Notary Public in and for the County and State aforesaid, do hereby certify that James J. Baker, whose name(s) is/are subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he/she signed, sealed and delivered the instrument as his/her free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and notarial seal this 7 day of JUNE, 2002.

Carol Holben

My commission expires on 12/20/04

SEAL

Jim Eskildsen
Jim Eskildsen

STATE OF ARIZONA)

COUNTY OF Maricopa)

I, Candy J. Schnorf, a Notary Public in and for the County and State aforesaid, do hereby certify that Jim Eskildsen, whose name(s) are subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he/she signed, sealed and delivered the instrument as his/her free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and notarial seal this 25th day of June, 2002.

Candy J. Schnorf
My commission expires on August 29, 2004

