1. Name of conveying party(ies): 102263925 a) Paul N. Winberg 102263925 b) Stanley Kowalski, III ////////////////////////////////////	
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ASSIGNMENT

WHEREAS, WE, Paul N. Winberg, a citizen of the United States; Stanley (NMI) Kowalski, III, a citizen of the United States; Michael W. Shields, Sr.; a citizen of the United States; David J. Bassett, a citizen of the United States; William A. Gagnon, a citizen of the United States; and Michael R. Thering, a citizen of the United States; each having a residence listed below (hereinafter referred to as "ASSIGNORS"), have invented a new and useful invention entitled **Improved System and Method for Digital Film Development Using Visible Light**, which is identified as Docket No. ASF00118-PA, for which we have executed an application for Letters Patent of the United States, on the date set forth below (the "Invention"); and

WHEREAS, **Applied Science Fiction, Inc.**, having a business address at 8920 Business Park Drive, Austin, Texas 78759, United States of America, a corporation duly organized and existing under the laws of the State of Delaware, (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the entire right, title and interest to said Invention and to said application and any Letters Patent that may issue thereon;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said ASSIGNORS, hereby sell, assign, and transfer and set over, unto said ASSIGNEE, its successors, legal representatives and assigns, the entire right, title and interest in, to and under said Invention, and said United States application and all divisions, renewals, and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues, reexaminations and extensions thereof; and all applications for industrial property protection, including, without limitation, all applications for patents, utility models, and designs which may hereafter be filed for said Invention in any country or countries foreign to the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models and designs which may be granted for said Invention in any country or countries foreign to the United States application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models and designs which may be granted for said Invention in any country or countries foreign to the United States and all extensions, renewals, reexaminations and reissues thereof;

ASSIGNORS HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

ASSIGNORS HEREBY covenant and agree that they have full right to convey the entire interest herein assigned, and that they have not executed, and will not execute, any agreement in conflict herewith, and that ASSIGNEE, it successors, assigns and other legal representatives shall have the right to hold and enjoy for its own use and benefit, to the end of term or terms for which such Letters Patent shall or may be granted, reissued, or extended as fully and completely as the same might and could have been held and enjoyed by ASSIGNORS had this Agreement not been made.

Page 1 of 5

Atty. Docket No.: ASF00118-PA

ASSIGNORS HEREBY further covenant and agree that they will communicate to said ASSIGNEE, its successors, legal representatives and assigns, any and all facts known to ASSIGNORS respecting said Invention, and testify in any legal proceeding, promptly sign all lawful papers, execute all divisional, continuing, reissue, reexamination and foreign applications, make all rightful oaths, and generally do everything possible to aid said ASSIGNEE, its successors, legal representatives and assigns, to obtain, maintain and enforce proper protection for said Invention in all countries, without further compensation, but at the expense of ASSIGNEE, its successors, legal representatives and assigns.

Dated:

Paul N. Winberg 603 Riley Road Austin, Texas 78746-5723

STATE OF TEXAS)) COUNTY OF TRAVIS)

Before me, a Notary Public in and for said County and State, personally appeared Paul N. Winberg, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

SS:

Given under my hand and seal of office this 14th day of October 2002. TAMI A. HOLK-JOHNSON & NOTARY PUBLIC State of Texas Comm. Exp. 11-24-2003

Atty. Docket No.: ASF00118-PA

	Dated:	11	OCT.	20
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Stanley (NMI) Kowalski, III 840 Ridge Road Wilbraham, MA 01095

STATE OF TEXAS)) ss: COUNTY OF TRAVIS)

Before me, a Notary Public in and for said County and State, personally appeared Stanley (NMI) Kowalski, III, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my ha	nd and seal of office th	is 11 day of October, 2002.
TAMI A	HOLK-JOHNSON DTARY PUBLIC ate of Texas Erg. 11-24-2003	Janu Uf Hock Johnson Notary Public
Dated: <u>11 Ocr Jos</u>		Michael W. Shields, Sr. 276 Flynt Street Palmer, MA 01002
STATE OF TEXAS)	,
) ss:	
COUNTY OF TRAVIS)	

Before me, a Notary Public in and for said County and State, personally appeared Michael W. Shields, Sr., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this	_//	_day of	Cetch	<u>م</u> ,	2002.
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	Ja	\sim	a	No T	11
	Motar	y Public	:		

Page 3 of **5**

Atty. Docket No.: ASF00118-PA

Dated: October 11, 2002

David J. Bassett 8 Juniper Road Ware, MA 01082

STATE OF TEXAS)) ss: COUNTY OF TRAVIS)

Before me, a Notary Public in and for said County and State, personally appeared David J. Bassett, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this <u></u> day of <u>Celeben</u>, 2002.

Dated: Ocober 1, 2002

) ss:

William A. Gagnon

90 Shaw Belchertown, MA 01007

STATE OF TEXAS COUNTY OF TRAVIS

Before me, a Notary Public in and for said County and State, personally appeared William A. Gagnon, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this <u>11</u> day of <u>*Acla*</u> , 2002.

Jotary Public

Page 4 of **5**

Atty. Docket No.: ASF00118-PA

Dated: <u>Oc+16,2002</u>

uil R. T

Michael R. Thering 404 Copperleaf Drive Austin, Texas 78734

STATE OF TEXAS)) ss: COUNTY OF TRAVIS)

Before me, a Notary Public in and for said County and State, personally appeared Michael R. Thering, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this 16th day of Cetober 2002. TAMI A. HOLK-JOHNSON NOTARY PUBLIC Notar Publik State of Texas Comm. Exp. 11-24-2003

Page 5 of 5

Atty. Docket No.: ASF00118-PA

PATENT REEL: 013418 FRAME: 0269

RECORDED: 10/22/2002