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Dennis Douglas

(707) 258-0564

P. 1

02/24/03 16:38 FAX 415 576 0300

TOWNSEND&amp;TOWNSEND&amp;CREW

Attorney Docket No.: 013839-000600US

## ASSIGNMENT OF PATENT APPLICATION

SOLE

WHEREAS, Dennis R. Douglas of 3770 Norfolk St., Napa, CA 94558 hereinafter referred to as "Assignor," is the inventor of the invention described and set forth in the below-identified application for United States Letters Patent:

Title of Invention: SQUARE TOOL WITH PENCIL CLIP

Date(s) of execution of Declaration: 11/2/01

Filing Date: November 8, 2001

Application No.: 10/052,819; and

WHEREAS, Square One Products, Inc., located at 461 Walnut Street, Napa, CA, 94559, hereinafter referred to as "ASSIGNEE," is desirous of acquiring an interest in the invention and application and in any U.S. Letters Patent and Registrations which may be granted on the same;

For good and valuable consideration, receipt of which is hereby acknowledged by Assignor, Assignor has assigned, and by these presents does assign to Assignee all right, title and interest in and to the invention and application and to all foreign counterparts (including patent, utility model and industrial designs), and in and to any Letters Patent and Registrations which may hereafter be granted on any patent application claiming priority from the same in the United States and all countries throughout the world, and to claim the priority from the application as provided by the Paris Convention. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignor had this Assignment not been made, for the full term of any Letters Patent and Registrations which may be granted thereon, or of any division, renewal, continuation in whole or in part, substitution, conversion, reissue, prolongation or extension thereof.

Assignor further agrees that Assignor will, without charge to Assignee, but at Assignee's expense, (a) cooperate with Assignee in the prosecution of U.S. Patent applications and foreign counterparts on the invention and any improvements, (b) execute, verify, acknowledge and deliver all such further papers, including applications and instruments of transfer, and (c) perform such other acts as Assignee lawfully may request to obtain or maintain Letters Patent and Registrations for the invention and improvements in any and all countries, and to vest title thereto in Assignee, or Assignee's successors and assigns.

Assignor hereby authorizes and requests Townsend and Townsend and Crew LLP, Two Embarcadero Center, 8<sup>th</sup> Floor, San Francisco, CA 94111-3834, to insert herein above the application number and filing date of said application when known.

Assignment

Attorney Docket No.: 013889-000600US

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IN TESTIMONY WHEREOF, Assignor has signed his/her name on the date indicated.

Dated: FEB. 25, 2003

Dennis R. Douglas  
Dennis R. Douglas

STATE OF California )

COUNTY OF Napa )

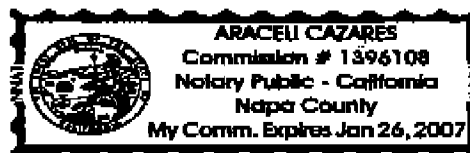
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On February 25, 2003, before me, Araceli Cazares Notary P.  
personally appeared Dennis R. Douglas, personally known to me (or proved to me on the  
basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and  
acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on  
the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Araceli Cazares  
NOTARY PUBLIC

My Commission Expires: Jan 26, 2007



SF 1435552 v1