

12-04-2002



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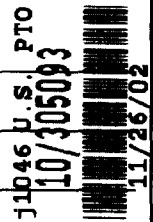
FORM PTO-1595
(Modified)

102301057

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Kevin Charles Payne
11/26/02
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Midway Industries, Inc.
Internal Address: _____
Street Address: 2266 Crosswind Drive
City: Prescott State: Arizona Zip: 86301
Additional name(s) & address(es) attached? Yes No



3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: November 20, 2002

4. Application number(s) or patent number(s): MIDI 0103 PUS
If this document is being filed together with a new application, the execution date of the application is: November 20, 2002
A. Patent Application No.(s) B. Patent No.(s)
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Donald J. Harrington
Address: Brooks & Kushman P.C.
1000 Town Center, Twenty-Second Floor
City: Southfield State: MI ZIP: 48075

6. Total number of applications and patents involved: 1
7. Total Fee (37 C.F.R. § 1.21(h))\$ 40
 Enclosed
 Authorized to be charged to Deposit Account
8. Deposit Account Number: _____
(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 correct, and any attached copy is a true copy of the original document.
Donald J. Harrington *Donald J. Harrington* November 26, 2002
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
Box Assignments, Director of the United States Patent and Trademark Office
Washington, D.C. 20231

12/02/2002 MBIZUNES 00000036 10305093

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40.00 DP

PATENT
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ASSIGNMENT

For the sum of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, I, Kevin Charles Payne, of 4695 N. Meixner Road, Prescott Valley, Arizona 86314, do hereby assign, sell and set over to Midway Industries, Inc., a corporation organized and existing under the laws of the State of Arizona, and having a place of business at 2266 Crosswind Drive, Prescott, Arizona 86301, hereinafter referred to as the ASSIGNEE, its successors, assigns or other legal representatives, the entire right, title and interest, domestic and foreign, in and to the inventions and discoveries in

FRICITION CLUTCH ASSEMBLY FOR AN AUTOMOTIVE VEHICLE POWERTRAIN

set forth in the application for United States Letters Patent executed by me on the 20th day of NOVEMBER, 2002;

including the right of said ASSIGNEE, its successors, assigns or other legal representatives to make applications and to receive Letters Patent for said inventions and discoveries in any and all foreign countries in its or their own name or names, or in my name, at its or their election, and I hereby assign, sell and set over to said ASSIGNEE, its successors, assigns or other legal representatives, all rights of priority in and to said inventions and discoveries in all countries, including all applications claiming benefit of the filing date hereof, continuations, continuations-in-part, divisionals, reexaminations and reissue applications.

And I hereby agree for myself, my heirs, successors, assigns or other legal representatives to execute any and all papers, including applications for Letters Patent of any and all kinds and in any and all countries and to perform any and all acts which said ASSIGNEE, its successors, assigns or other legal representatives may deem necessary to secure thereto the rights herein assigned, sold and set over.

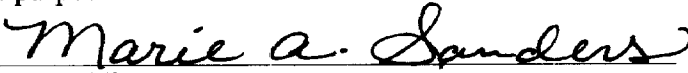
And I hereby represent and warrant that I have not granted any rights inconsistent with the rights granted herein.

Date: November 20, 2002


KEVIN CHARLES PAYNE

STATE OF ARIZONA)
) ss.
COUNTY OF YAVAPAI)

On this 20th day of November, 2002, personally appeared before me KEVIN CHARLES PAYNE, to me known to be the person named in and who executed the above instrument, and acknowledged that he executed the same for the uses and purposes therein mentioned.


Notary Public Marie A. Sanders
My Commission expires: October 15, 2006

(SEAL)

