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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

G30-005

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

<p style="text-align: center;">1. Naomi Nakao</p> <p>Additional name(s) of conveying party(ies) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment ___ Merger</p> <p>___ Security Agreement ___ Change of Name</p> <p>___ Other</p> <p>Execution Date: May 5, 2003</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: Granit Medical Innovation Inc.</p> <p>Internal Address:</p> <p>Street Address: 992 Fifth Avenue</p> <p>City New York State NY ZIP 10028</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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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:

A. Patent Application No.(s) B. Patent No.(s)

10/414,806

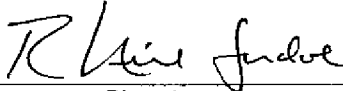
Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name Coleman Sudol Sapone, P.C.</p> <p>Internal Address: c/o R. Neil Sudol</p> <p>Street Address: 714 Colorado Avenue</p> <p>City: Bridgeport State: CT ZIP: 06605</p>	<p>6. Total number of applications and patents involved: 1</p> <hr/> <p>7. Total fee (37 C.F.R. 3.41)..... \$40.00</p> <p>___ Enclosed</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <hr/> <p>8. Deposit account number:</p> <p style="text-align: center;">04-0838</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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.

R. Neil Sudol, Reg. No. 31,669  May 6, 2003

Name of Person Signing Signature Date

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

**Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231**

ASSIGNMENT

For one dollar (\$1.00) and other valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned (hereinafter "Assignor") hereby sells, assigns and transfers to Granit Medical Innovation Inc., a Corporation of New York, having a principal place of business at 992 Fifth Avenue, New York, NY 10028, United States of America, its successors, legal representatives, assigns and nominees (hereinafter "Assignee"), my/our entire right, title and interest in, to, and under:

a. Assignor's Patent Application entitled:
ENDOSCOPIC RETRACTOR INSTRUMENT AND ASSOCIATED METHOD

____ Executed On:
X Serial Number: 10/414,806 Filed: April 16, 2003

- b. Any and all inventions described in said Patent Application.
- c. Any and all non-provisional, divisional, continuation, renewal, and substitute applications that may be filed for United States Letters Patent for any and all of said inventions.
- d. Any and all patents that may be granted on the foregoing applications and any and all continuations, reissues, or extensions thereof.
- e. Any and all improvements thereon or relating thereto which assignor has invented.
- f. Any and all rights in foreign countries under such applications and inventions, including the right to claim the priority date of the United States provisional application and the right to priority under such application under the International Convention.

Assignor hereby authorizes and requests the Commissioner of Patents to issue any and all such Letters Patent for said invention to said Assignee.

Assignor further covenants and warrants that, to the best of his/her knowledge, the rights and properties herein conveyed are free and clear of any encumbrances and Assignee shall hold and enjoy any and all inventions, application, and Letters Patent issued thereon for its own use as fully and entirely as the Assignor would have held and enjoyed said rights had this assignment and sale not been made, including the full right of the Assignee to convey said rights.

Assignor further agrees on his/her own behalf, and on behalf of his/her heirs, legal representatives, administrators, and assigns, at any time, upon request, without additional compensation, but at no expense, to:

1. Communicate to said Assignee any facts relating to the invention and the history thereof;

2. Execute and deliver all papers and do all acts which may be necessary, desirable, or convenient to secure, maintain, and enforce patents for said invention in any and all countries; and to execute and deliver any and all papers or instruments that in the opinion of Assignee may be necessary or desirable to vest title thereto in Assignee or its nominees, including the execution and delivery of any and all papers or instruments to carry out the terms of this Agreement, and to secure to Assignee the full enjoyment of the rights and properties herein conveyed or intended to be conveyed; and

3. Testify at all proceedings concerning said invention and patents.

Full Name of First Inventor:

Naomi Nakao

Naomi Nakao, us 5.5.03
Inventor's Signature Date

Witness: ELZBIETA KLIMCZYK
Print Name

Elzbieta Klimczyk 05.05.03
Signature Date

COLEMAN SUDOL SAPONE, P.C.
714 COLORADO AVE.
BRIDGEPORT, CT 06605

FACSIMILE TRANSMITTAL SHEET

TO:	U.S. Patent and Trademark Office, Assignment Division	FROM:	R. Neil Sudol, Esq. Reg. No. 31, 669
COMPANY:	U.S. Patent and Trademark Office	DATE:	5/6/2003
FAX NUMBER:	703.306.5995	TOTAL NO. OF PAGES INCLUDING COVER:	4
PHONE NUMBER:	703.308.9723	SENDER'S REFERENCE NUMBER:	G30-005
RE:	Assignment Recordation	YOUR REFERENCE NUMBER:	10/414,806

URGENT FOR REVIEW PLEASE COMMENT PLEASE REPLY PLEASE RECYCLE

SIR:

Please find transmitted herewith a copy of a Recordation Form Cover Sheet and an Assignment, to be recorded in the United States Patent and Trademark Office.

The fee of Forty Dollars (\$40.00) is authorized to be charged to deposit account number 04-0838.

Should any questions arise, the examiner is invited to contact R. Neil Sudol at 203.366.3560, or via U.S. mail at 714 Colorado Ave., Bridgeport, CT 06605.

Sincerely,

R. Neil Sudol

Reg. No. 31, 669