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

10/349932
10/24/03

1. Name of conveying party:
Isao Takagi
Shigetaka Yoshikawa
Yoshikazu Shinpo

Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving party(ies)
Name: Toyota Jidosha Kabushiki Kaisha
Internal Address: _____
Street Address: 1, Toyota-cho, Toyota-shi, Aichi-ken, 471-8571 Japan

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other: _____
Execution date: December 19, 2002.

Additional name(s) & address(es) attached? Yes No

4. Application numbers or patent numbers:
If this document is being filed together with a new application, the execution date of the application is:
December 19, 2002.
A. Patent Applications
10/349932

B. Patent No.(s)

Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Mark H. Neblett, Esq.
Internal Address: KENYON & KENYON

Street Address: 1500 K Street, N.W., Suite 700
City: Washington, D.C. ZIP: 20005-1257

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:
11-0600

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3. 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.

Mark H. Neblett (Reg. No. 42,028) _____
Name of Person Signing Mark H. Neblett Signature January 24, 2003 Date

Total Number of pages including cover sheet, attachments and document: 5

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ASSIGNMENT

WHEREAS, we, Isao TAKAGI, Shigetaka YOSHIKAWA and

Yoshikazu SHINPO, citizens of Japan, all

residing at Okazaki-shi, Aichi-ken, JAPAN, Nishikamo-gun,

Aichi-ken, JAPAN and Nissin-shi, Aichi-ken, JAPAN

_____, respectively, have invented new and useful

improvements in COOLING SYSTEM FOR INTERNAL COMBUSTION ENGINE

_____ for which

we are about to make application for Letters Patent of the United States, said application having been executed by us on even date herewith; and

WHEREAS, TOYOTA JIDOSHA KABUSHIKI KAISHA, a

Company of Japan, having its place of business at 1, Toyota-cho,

Toyota-shi, Aichi-ken, 471-8571 JAPAN

_____ (hereinafter referred to as the Assignee), is

desirous of acquiring the entire right, title and interest in and to the application and the invention therein described and claimed and any Letters Patent that may be issued upon the application or for the improvements therein contained. NOW, THEREFORE, for and

in consideration of the equivalent sum of One Dollar (\$1.00) to us in hand paid, the receipt and sufficiency whereof is hereby acknowledged, we have sold, assigned and transferred, and do hereby sell, assign and transfer unto the Assignee, its successors and assigns, the entire right, title and interest in and to the application and the invention therein contained, including the right to apply for any Letters Patent in the United States of America on the invention, any Letters Patent that may issue thereon or therefor,

in the United States, and all reissues, extensions, renewals, divisions and continuations thereof, to the full end of the term or terms for which the Letters Patent may be issued, the same to be held and enjoyed by the Assignee, its successors and assigns, the same as it would have been held and enjoyed by us if this Assignment and sale had not been made.

And we hereby authorize and request the Commissioner of Patents to issue all such Letters Patent to the Assignee, its successors and assigns, in accordance with this instrument of Assignment.

We hereby represent and warrant that there are no rights and interests outstanding inconsistent with the rights and interests granted herein and that we will not execute any instrument or grant or transfer any rights or interests inconsistent therewith, and we bind ourselves, our heirs, executors, administrators and legal representatives, as the case may be, to execute and deliver to the Assignee, its successors and assigns, any further documents or instruments and do any and all further acts that may be deemed necessary by the Assignee, its successors and assigns, to vest in the Assignee, its successors and assigns, the title herein conveyed, or intended so to be, and to enable such title to be recorded in the United States.

And we further covenant and agree, in consideration of the premises that we, our executors and administrators, will at any time upon request communicate to the Assignee, its successors and assigns, any facts relating to the invention and improvements and the history thereof, known to us or our executors and administrators, and that we will testify as to the same in any interference or other litigation when requested so to do by the Assignee, its successors and assigns.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this
19 day of December, 2002.

Isao Takagi
(Name of Inventor) Isao TAKAGI

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this
19 day of December, 2002.

Shigetaka Yoshikawa
(Name of Inventor) Shigetaka YOSHIKAWA

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this
19 day of December, 2002.

Yoshikazu Shinpo
(Name of Inventor) Yoshikazu SHINPO

WITNESSED BY:

Takanori Nakada
~~TAKAJORI NAKADA~~
Name Takanori NAKADA

Address