

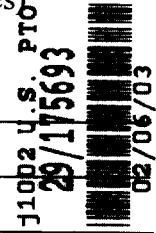


To the Honorable Commission 102368153 and the attached original documents or copy thereof.

1. Name of conveying party(ies): Graham David Ellen Brocklands Coach House, Brook Lane Alderly Edge, Cheshire SK9 7QQ UNITED KINGDOM Additional name(s) of conveying party(ies) attached? Yes No

02.06.03

2. Name and address of receiving party(ies): Name: KH Technology Corporation Internal Address: Street Address: Floor 2, Zephyr House, Mary St., George Town, Grand Cayman, Cayman Islands, BRITISH WEST INDIES City: State: ZIP: Additional name(s) & addresses attached? Yes No



3. Nature of conveyance: Assignment Security Agreement Security Agreement Other Execution Date: 2/5/03

Merger Change of Name

4. Application number(s) or patent number(s): 29 175693 If this document is being filed together with a new application, the execution date of the application is: 2/5/03 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: Kenneth L. Sherman, Esq. Internal Address: SHERMAN & SHERMAN Street Address: 2029 Century Park East, Seventeenth Floor City: Los Angeles State: CA ZIP: 90067

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 No.: 19-1995 (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 an attached copy is a true copy of the original document. Kenneth L. Sherman Name of Person Signing Signature Date February 6, 2003 Total number of pages comprising cover sheet: 1

CERTIFICATE OF MAILING I hereby certify that this correspondence is being deposited with the United States Postal Service, First-class mail in an envelope addressed to the Assistant Commissioner for Patents, Washington, D.C. 20231 on February 6, 2003. Evelyn Manjivar (Type or print name of person mailing paper) Signature of person mailing paper

ASSIGNMENT OF APPLICATION FOR PATENT

WHEREAS:

GRAHAM DAVID ALLEN, Brocklands Coach House, Brook Lane, Alderly Edge, Cheshire SK9 7QQ, United Kingdom
(full name(s) and post office address(s) of inventor(s) (including country))

(hereinafter referred to as ASSIGNOR(S)), has made a discovery or invention entitled:

LOUDSPEAKER DESIGN

(title of discovery or invention)

for which application for Letters Patent of the United States has been executed on even date herewith,

for which application for Letters Patent of the United States has been filed on _____, under Serial No. _____, and

WHEREAS:

KH TECHNOLOGY CORPORATION, Floor 2, Zephyr House, Mary St., Georgetown, Grand Cayman, CAYMAN ISLANDS
(name and address of assignee)

(hereinafter referred to as ASSIGNEE)), is desirous of acquiring the entire interest in, to and under said invention and in, to and under Letters Patent or similar legal protection to be obtained therefor in the United States and in any and all foreign countries.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

Be it known that in consideration of the payment by ASSIGNEE to ASSIGNOR(S) of the sum of One Dollar (\$1.00), the receipt of

which is hereby acknowledged, and for other good and valuable consideration, ASSIGNOR(S) hereby sells, assigns and transfers to ASSIGNEE, its successors, legal representatives and assigns, the full and exclusive right, title and interest to said discovery or invention in the United States and its territorial possessions and in all foreign countries to be obtained for said invention by said application or any continuation, division, renewal, substitute or reissue thereof or any legal equivalent thereof in a foreign country for the full term or terms for which the same may be granted.

I, SAID ASSIGNOR(S), hereby authorize and request the Commissioner of Patents and Trademarks of the United States of America whose duty it is to issue Letters Patent on applications as aforesaid, to issue all such Letters Patent for said discovery or invention to the ASSIGNEE, as assignee of the entire right, title and interest in, to an under the same, for the sole use and behalf of the ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

I, SAID, ASSIGNOR(S), hereby covenant that I have full right to convey the entire right, title and interest herein sold, assigned, transferred and set over;

AND I, SAID ASSIGNOR(S) hereby further covenant and agree that the ASSIGNEE, its successors, legal representatives, or assigns, may apply for foreign Letters Patent on said discovery or invention and claim the benefits of the International Convention, and that I will, at any time, when called upon to do so by the ASSIGNEE, its successors, legal representatives, or assigns, communicate to the ASSIGNEE, its successors, legal representatives, or assigns, as the case may be, any facts known to me respecting said discovery or invention, and execute and deliver any and all lawful papers that may be necessary or desirable to perfect the title to the said discovery or invention, the said applications and the said Letters Patent in the ASSIGNEE, its successors, legal representatives and assigns, and that if reissues of the said Letters Patent or disclaimers relating thereto, or divisions, continuations, or refilings of the said applications, or any thereof, shall hereafter be desired by the ASSIGNEE, its successors, legal representatives,

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or assigns, I will, at any time, when called upon to do so by the ASSIGNEE its successors, legal representatives, or assigns, sign all lawful papers, make all rightful oaths, execute and deliver all such disclaimers and all divisional continuation and reissue applications so desired, and do all lawful acts requisite for the application for such reissues and the procuring thereof and for the filing of such disclaimers and such applications, and generally do everything possible to aid the ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper patent protection for said invention or discovery in all countries, all without further compensation but at the expense of the ASSIGNEE, its successors, legal representatives and assigns.

Assignor's signature

GRAHAM DAVID ALLEN

Dated:

5th February 2003

Citizenship:

BRITISH

CERTIFICATE OF MAILING BY "EXPRESS MAIL"

I hereby certify that this paper of fee is being deposited with the United States Postal Service on this date: 2/6/03 in an envelope as "Express Mail Post Office to Addressee" Mailing Label Number EPSC0238428 US addressed to the Assistant Commissioner for Patents, Washington, D.C. 20231

EVERETT MENNEN
(Type or print name of person mailing paper)

[Signature]
(Signature of person mailing paper)

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