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U.S. DEPARTMENT OF COMMERCE
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OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings

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

1. Name of conveying party(ies):

Chester Savage and
Dan Gudz

2. Name and address of receiving party(ies)

Name: Scholle Corporation

Internal Address:

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

Other

Street Address: 19500 Jamboree Road

City: Irvine State: CA Zip: 92612

Execution Date: May 5, 2003

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

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)

10,364,116

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: James W. Inskeep, Esq.

Internal Address:

Street Address: 840 Newport Center Drive, Ste. 700

City: Newport Beach State: CA Zip: 92660

6. Total number of applications and patents involved:

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

50-1901

(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.

James W. Inskeep

Name of Person Signing

Signature

05-16-03

Date

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

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

06/02/2003 LMUELLER 00000093 501901 10364116

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PATENT
REEL: 014115 FRAME: 0265

ASSIGNMENT

WHEREAS, we, Chester Savage, and Dan Gudz, the ASSIGNORS herein, have invented certain new and useful improvements disclosed in an application for United States Letters Patent titled *Adverse Environment Foil Cap Seal System* filed February 10, 2003 as Application Serial No. 10/364,116; and

WHEREAS, Scholle Corporation, a corporation organized and existing under the laws of the State of Nevada, having a place of business at, 19500 Jamboree Road, Irvine, California, 92612, the ASSIGNEE herein, desires to acquire the entire right, title and interest in and to said inventions, applications and Letters Patent to be granted and issued thereon;

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) by the ASSIGNEE to me paid, and other valuable consideration, the receipt and legal sufficiency all of which is hereby acknowledged, we, the said ASSIGNORS, has sold and does hereby sell, assign, transfer and set over unto said ASSIGNEE, its successors and assigns, the entire right, title and interest in and to said inventions and all improvements thereon, in and to said application for Letters Patent thereon, in and to applications pertaining to or based upon said inventions and applications, including divisional and continuing applications and continuations-in-part, and in and to any and all Letters Patent which may be granted and issued on said inventions and applications, or any of them, not only for, to and in the United States of America, its territories and possessions, but for, to and in all countries foreign thereto, together with and including all priority rights based upon any and all applications in the United States of America covered by this Assignment.

And for the above-named considerations, we do hereby agree that we will, at the request of said ASSIGNEE, execute any and all applications for Letters Patent for said inventions and any and all other papers and documents and do all other and further lawful acts that said ASSIGNEE may deem necessary or desirable to obtain Letters Patent on said inventions, to secure the grant of such Letters Patent and to perfect and vest in the ASSIGNEE the entire right, title and interest in the inventions, applications and Letters Patent.

And for the above-named considerations, we do hereby authorize and empower the ASSIGNEE, its successors and assigns, to apply for and obtain, in its or their own names, Letters Patent for the said inventions before competent International Authorities and in any and all countries foreign to the United States in which applications for Letters Patent can be so made or Letters Patent so obtained.

DATED at Irvine CA, this 5 day of May, 2003.

Chester Savage

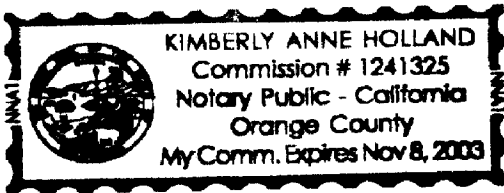
Chester SAVAGE
Address: 6 Harvest
Irvine, California 92604
Country: US
Citizenship: US

STATE OF CALIFORNIA)
COUNTY OF Orange) ss.

On this 5th day of May, 2003, before me personally appeared Chester Savage to me known or proved on the basis of satisfactory evidence to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same.

Kimberly Anne Holland
Notary Public

(SEAL)



DATED at Irvine California, this 5th day of May, 2003.

Dan B. Gudz
e. Dan GUDZ (Dan B. Gudz)
Address: 2517 S. MADDOCK ST.
SANTA ANA CA 92704-5520
Country: US
Citizenship: US

STATE OF California)
COUNTY OF Orange) ss.
)

On this 5th day of May, 2003, before me personally appeared Dan Gudz to me known or proved on the basis of satisfactory evidence to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same.

Kimberly Anne Holland
Notary Public

(SEAL)

