(ATTORNEY/DOCKET NO. 073)32.0103)			
FORM PTO 1595 1-31-92 REC'ORDATION FOR	RM COVER SHEET	06-04-2003	
To the Honorable Commissioner of Patents and Trademarks.		1 (MATERIAL SEED OF A COOCE	
1. Name and Address of Conveying Party(ies): 5 - 27-03 Sanford J. Morganstein	Name and Address Name:	102462985 Populex Corp.	
14N880 Lac du Beatrice Drive W. Dundee, Illinois 60118	Internal Address:	Topaton Corp.	
Citizenship: United States	Street Address:	14N880 Lac du Beatrice Drive	
Additional name(s) of conveying party(ies) attached? Yes X No	City:	W. Dundee	
	State:	Illinois Zip: 60118	
3. Nature of conveyance:			
X Assignment Merger			
Security Agreement Change of Name			
Other	Additional name(s) & Address(es) attached?		
Execution Date: April 14, 2002.			
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): 10/294,062.	B. Patent No.(s):		
	Additional Numb	ers Yes X No	
Name and address of party to whom correspondence concerning document should be mailed to:	6. Total number of application	cation and patents involved: One	
Name: Brian W. Oaks, Esq.	7. Total Fee (37 C.F.R. 3	.41): \$40.00	
Internal Address: BAKER BOTTS L.L.P. Street Address: 2001 Ross Avenue, 6th Floor	X Enclosed Authorized	to be charged to deposit account	
City: Dallas State: Texas Zip 75201-2980	8. Deposit Account Num	ber:	
	(Attach Duplicate Con	by 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.			
Brian W. Oaks Name of Person Signing Signature		May 27, 2003 Date	
value of reason signing		Date	
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burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503			

DAL01:731622.1

PATENT REEL: 014117 FRAME: 0423

ASSIGNMENT

WHEREAS, I, the undersigned inventor (or one of the undersigned joint inventors), of residence as listed, having invented certain new and useful improvements as below entitled, for which application for United States Letters Patent is made, said application having been executed on the date set forth below; and

WHEREAS, Populex Corp. (hereinafter referred to as "Assignee"), an Illinois corporation, with an address of 14N880 Lac du Beatrice Drive, W. Dundee, Illinois 60118, desires to acquire my entire right, title and interest in and to the invention, and in and to the said application and any Letters Patent that may issue thereon;

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, I assign to Assignee, all right, title and interest in and to said invention and in and to said application and all patents which may be granted therefor, and all divisions, reissues, continuations, continuations-in-part and extensions thereof; and I hereby authorize and request the Commissioner of Patents and Trademarks to issue all patents for said invention, or patents resulting therefrom, insofar as my interest is concerned, to Assignee.

I also assign to Assignee, all right, title and interest to the invention disclosed in said application throughout the world, including the right to file applications and obtain patents, utility models, industrial models and designs for said invention in its own name throughout the world including all rights to publish cautionary notices reserving ownership of said invention and all rights to register said invention in appropriate registries; and I further agree to execute any and all powers of attorney, applications, assignments, declarations, affidavits, and any other papers in connection therewith necessary to perfect such right, title and interest in Assignee.

I will communicate to Assignee any facts known to me respecting any improvements; and, at the expense of Assignee, I will testify in any legal proceedings, sign all lawful papers, execute all divisional, continuation, continuation-in-part, reissue and substitute applications, make lawful oaths and declarations. and generally do everything possible to vest title in Assignee and to aid Assignee to obtain and enforce proper protection for said invention in all countries.

This Assignment shall be binding on the parties' successors, assigns and legal representatives.

ADVANCED VOTING SYSTEM AND METHOD

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Signature of Inventor:	Il hyster
Inventor's Name:	Sanford J. Moganstein
Residence (City, County, State)	W. Dundee, Kane County, Illinois
Date:	
Date Application Executed:	- illy or

PATENT REEL: 014117 FRAME: 0424

RECORDED: 05/27/2003

Title of Invention: