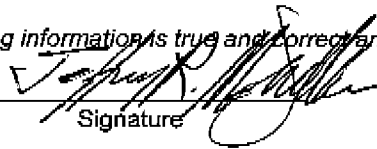


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To the Honorable Commissioner of Patents and Trademarks: Please Record the attached original documents or copy thereof.					
1. Name of conveying party(ies): James T. Crunkleton, III David W. Dupree Additional name of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			2. Name and address of receiving party(ies) Name: <u>Innovative System & Cylinders, LLC</u> Internal Address: _____ Street Address: <u>7921 Smith Pond Drive</u> City: <u>Denver</u> State: <u>NC</u> Zip: <u>28037</u> Additional Name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>02/07/04</u>			4. Application number(s) or patent number(s): If this document is being filed together with a new application, the execution data of the application is: _____ A. Patent Application No.(s) <u>10/671,015</u> B. Patent No.(s) _____ Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
5. Name and address of party to whom correspondence concerning this document should be mailed: Name: <u>Jeffrey R. McFadden</u> Internal Address: <u>Womble Carlyle Sandridge & Rice, PLLC</u> Street Address: <u>P.O. Box 7037</u> City: <u>Atlanta</u> State: <u>GA</u> Zip: <u>30357</u>			6. Total number of applications and patents involved: <u>1</u> 7. Total fee (37 CFR 3.41) \$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>09-0528</u> (Attach duplicate copy of this page if paying by deposit account)		
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9. Statement and signature. <i>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.</i> <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="width: 30%;"> <u>Jeffrey R. McFadden</u> Name of Person Signing </div> <div style="width: 30%; text-align: center;">  Signature </div> <div style="width: 30%; text-align: center;"> <u>Feb. 12, 2004</u> Date </div> </div> <div style="text-align: center; margin-top: 10px;"> Total number of pages including cover sheet, attachments, and documents: <u>3</u> </div>					

Mail documents to be recorded with required cover sheet information to:
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 Washington, D.C. 20231

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ASSIGNMENT

This Assignment is made by James T. Crunkleton, III, a citizen of the United States of America, residing at 7921 Smith Pond Drive, Denver, North Carolina, which is in Catawba County, and David W. Dupree, a citizen of the United States of America, residing at 18219 Town Harbor, Cornelius, North Carolina, which is in Mecklenburg County (collectively, "Assignors").

WHEREAS, Assignors are the joint inventors of certain new and useful improvements in a PORTABLE BEVERAGE DISPENSING SYSTEM (the "Invention"), for which United States patent application serial number 10/671,015 was filed on September 25, 2003 (the "Patent Application"), and

WHEREAS, Innovative System & Cylinders, LLC, a North Carolina corporation, having a principal place of business in Denver, North Carolina ("Assignee"), desires to acquire the entire right, title and interest in and to the Invention, and the Patent Application, and any and all patents issuing therefrom;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged,


Assignors hereby sell, assign, and transfer to Assignee, its successors and assigns, the entire right, title and interest in and to the Invention, the Patent Application, all United States and foreign patents issuing therefrom, all continuations, continuations-in-part, substitutions, divisions or other patent applications claiming the priority benefit of the Patent Application, and all reissues or reexaminations of patents issuing therefrom. Assignors hereby authorize and empower Assignee to apply for patents or other form of protection for the Invention in its own name, or in the name of Assignee's successor, assignee, or nominee, in all countries where Assignor may desire to file such an application and where said application may be filed by other than the inventor.

Assignors represent and warrant that they are the joint and lawful owners of the entire right, title and interest in and to the Invention and the Patent Application, which are unencumbered, and that they have the lawful authority to sell, transfer and assign and convey the Invention and the Patent Application.

Assignors shall sign all papers and drawings, take all rightful oaths, and do all acts necessary or required to be done for the procurement of valid United States or foreign patents for the Invention, or for the reissue or reexamination of the same, but at Assignee's expense.


James T. Crunkleton, III

Date: 02/07/04


David W. Dupree

Date: 02/07/04