

PATEN

09-29-2003

Attorney Docket No.
V02.12-0011, V02.12-0014



102561058

To the Director
document or copy

ark Office: Please record the attached original

1. Name of conveying party(ies):
 (1) Steven J. Daffer
 (2) James M. Garrison
 (3) Tarmo Koss
 (4) Lars Sumberg
 (5) Tarvo Aulik
 (6) Toomas Kelder

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

2. Name and address of receiving party(ies):
 Name: Visibelle Derma Institute, Inc.
 Internal Address: _____
 Street Address: 9220 James Ave. So.
 City Bloomington State MN ZIP 55431

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

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement
 Change of Name Other _____

Execution Date: June 5, 2003 and June 10, 2003, respectively

OPR/ FINANCE
 2003 SEP 25 AM 8:37

4A. Application No. (s)
29/163,996 and 29/177,757

If this document is being filed together with a new application, the execution date(s) of the Declaration of the application is: _____

Additional numbers attached? [] Yes [X] No

4B. Patent No. (s)

Additional numbers attached? [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Nickolas E. Westman
 Street Address: Westman, Champlin & Kelly, P.A
Suite 1600
International Centre
900 Second Avenue South
 City: Minneapolis State: MN ZIP 55402

6. Total number of applications and patents involved: [1]

09/26/2003 LMUELLER 00000061 29163996

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

8. Method of Payment
 Enclosed
 The Director is authorized to charge payment of any additional recording fees or credit any overpayment to deposit account No. 23-1123.

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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.

Nickolas E. Westman
 Name of Person Signing

Sept 27, 2003
 Date

Total number of pages submitted: [3]

ASSIGNMENT

Attorney Docket No.

V02.12-0011, & 0014

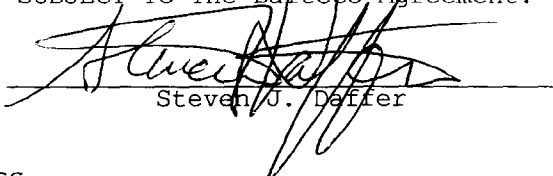
WHEREAS, We, Steven J. Daffer of Edina, Minnesota, USA; James M. Garrison of St. Louis Park, Minnesota, USA; Tarmo Koss of Juri, Estonia, ESTONIA; Lars Sumberg of Tallinn, Estonia, ESTONIA; Tarvo Aulik of Saaremaa, Estonia, ESTONIA; and Toomas Kelder of Huru, Harjuma, Estonia, ESTONIA (hereinafter referred to as ASSIGNOR), are the joint inventors of an invention described in an application for Letters Patent of the United States entitled SCULPTURED PERSONAL THERAPY COMPARTMENT, the application having been identified in the United States Patent and Trademark Office by Application No. 29/163,996, filed July 15, 2002, and a continuation application filed in the U.S. Patent and Trademark Office on March 14, 2003 as Serial No. 29/177,757 ; and

WHEREAS, Visibelle Derma Institute, Inc., a corporation organized and existing under the laws of the State of Delaware, and having offices at 9220 James Ave. So., Bloomington, Minnesota 55431 ("Assignee") is desirous of acquiring the entire right, title and interest in and to the invention, the application, and any and all Letters Patent or similar legal protection, foreign or domestic, to be obtained therefor, BUT SUBJECT TO rights granted in a separate agreement executed with Balteco AS, an Estonian company granting Balteco AS an undivided 50% ownership in patents to be obtained therefore in Estonia, Latvia, Lithuania, Russia, Ukraine, Finland, Norway, Sweden and Denmark (called "The Balteco Agreement") ;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, I transfer to Assignee and its successors, my entire right, title and interest in and to the invention, the above-identified application Serial No. 29/163,996, the continuation application thereof Serial No. 29/177,757, identified above, and, SUBJECT TO The Balteco Agreement, corresponding domestic and foreign applications, all Letters Patent or similar legal protection issuing thereon, and all rights and benefits under any applicable treaty or convention; and I authorize the Director of the United States Patent and Trademark Office or foreign equivalent thereof to issue the Letters Patent or similar legal protection to the Assignee.

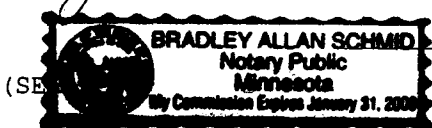
I authorize the Assignee and its successors, and SUBJECT TO The Balteco Agreement to apply for Letters Patent or similar legal protection, in its own name, in any and all foreign countries.

I, my executors or administrators, will at any time upon request, but at the expense of the Assignee and its successors, execute such additional writings and do such additional acts as the Assignee and its successors, may deem desirable to perfect its enjoyment of this grant, and render all reasonable assistance in making application for and obtaining, maintaining, and enforcing the Letters Patent or similar legal protection on the invention in any and all countries, SUBJECT TO The Balteco Agreement.


Steven J. Daffer

STATE OF MINNESOTA)
) ss.
COUNTY OF Hennepin)

Subscribed and sworn to before me, a Notary Public, this 05 day of June, 2003.



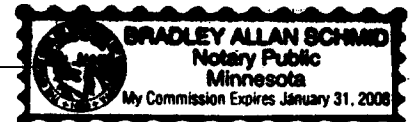

Notary Public

James M. Garrison
James M. Garrison

STATE OF MINNESOTA)
COUNTY OF Hennepin) ss.

Subscribed and sworn to before me, a Notary Public, this 05 day
of June, 2003.

Bradley A. Schmid
Notary Public



(SEAL)

Dated 10/06/03

Tarmo Koss
Tarmo Koss

Witness: AIVAR VERRO
(Print Name)

[Signature]

Dated: 10/06/03

Lars Sunberg
Lars Sunberg

Witness: AIVAR VERRO
(Print Name)

[Signature]

Dated: 10/06/03

Tarvo Aulik
Tarvo Aulik

Witness: AIVAR VERRO
(Print Name)

[Signature]

Dated: 10/06/03

Thomas Kelder
Thomas Kelder

Witness: AIVAR VERRO
(Print Name)

[Signature]

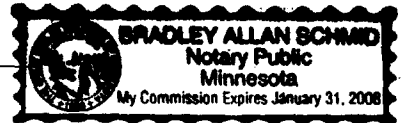
[Stamp]

James M. Garrison
James M. Garrison

STATE OF MINNESOTA)
COUNTY OF Hennepin) ss.

Subscribed and sworn to before me, a Notary Public, this 05 day
of June, 2003.

Bradley A Schmid
Notary Public



(SEAL)

Dated 6/06/03

Tarmo Koss
Tarmo Koss

Witness: AIVAR VERRO
(Print Name)

[Signature]

Dated: 10/06/03

Lars Sunberg
Lars Sunberg

Witness: AIVAR VERRO
(Print Name)

[Signature]

Dated: 10/06/03

Tarvo Aulik
Tarvo Aulik

Witness: AIVAR VERRO
(Print Name)

[Signature]

Dated: 10/06/03

Thomas Kelder
Thomas Kelder

Witness: AIVAR VERRO
(Print Name)

[Signature]

[Stamp]