

10-27-2003



Form PTO-1595 (Rev. 03/01) 10/16/03
OMB No. 0651-0027 (exp. 5/31/2002)

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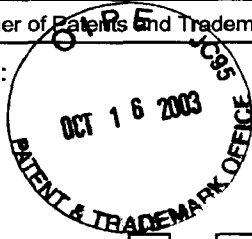
U.S. DEPARTMENT OF COMMERCE
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Tom Grimm



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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: _____

2. Name and address of receiving party(ies)

Name: Elliot Rudell

Internal Address: _____

Street Address: 1619 Gramercy Avenue

City: Torrance State: CA Zip: 90501

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) 10/465,376

B. Patent No.(s) _____

Additional numbers attached? Yes No

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

Name: Ben Yorks

Internal Address: _____

Street Address: 840 Newport Center Drive

Suite 400

City: Newport Beach State: CA Zip: 92660

6. Total number of applications and patents involved: **1**

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

09-0946

DO NOT USE THIS SPACE

9. Signature.

Ben Yorks, Reg. No. 33,609

Name of Person Signing

Ben Yorks
Signature

October 14, 2003

Date

Total number of pages including cover sheet, attachments, and documents: **3**

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

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

PATENT
REEL: 014619 FRAME: 0432

ASSIGNMENT

(For Execution Prior To Filing Patent Application)

In consideration of good and valuable consideration, the receipt of which is hereby acknowledged, I, the undersigned:

Tom Grimm

hereby sell, assign, and transfer to:

ELLIOT RUDELL

an individual, having a principal place of business at 1619 Gramercy Avenue, Torrance, California 90501 ("Assignee"), and its successors, assigns, and legal representatives, the entire right, title, and interest for the United States and all foreign countries, in and to any and all inventions and improvements that are disclosed in the application for the United States patent that has been executed by the undersigned prior hereto or concurrently herewith on the dates indicated below and is entitled:

REMOTE SIGNAL RESPONSIVE SMALL VEHICLE WITH FREE WHEELING FEATURE

and in and to said application and all divisional, continuing, continuation-in-part, substitute, renewal, reissue, and all other patent applications that have been or shall be filed in the United States and all foreign countries on any of said inventions and improvements; and in and to all original and reissued patents that have been or shall be issued in the United States and all foreign countries on said inventions and improvements; and in and to all rights of priority resulting from the filing of said United States application, and in all subsequent PCT and foreign applications claiming priority to the United States application;

agree that said Assignee may apply for and receive a patent or patents for said inventions and improvements in its own name; and that, when requested, without charge to, but at the expense of, said Assignee, its successors, assigns, and legal representatives, to carry out in good faith the intent and purpose of this Assignment, the undersigned will execute all divisional, continuing, continuation-in-part, substitute, renewal, reissue, and all other patent applications on any and all said inventions and improvements; execute all rightful oaths, assignments, powers of attorney, and other papers; communicate to said Assignee, its successors, assigns, and representatives all facts known to the undersigned relating to said inventions and improvements and the history thereof; and generally assist said Assignee, its successors, assigns, or representatives in securing and maintaining proper patent protection for said inventions and improvements and for vesting title to said inventions and improvements, and all applications for patents and all patents on said improvements, in said Assignee, its successors, assigns, and legal representatives; and covenant with said Assignee, its successors, assigns, and legal representatives that no assignment, grant, mortgage, license, or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

Each inventor: Please also list the date that you signed the accompanying DECLARATION & POWER OF ATTORNEY

Each Inventor: Please Sign and Date Below:

Date 6/22/03 Name: Tom Grimm

Date 6/22/03

Date _____ Name: _____

Date _____

Date _____ Name: _____

Date _____

Date _____ Name: _____

Date _____

Date _____ Name: _____

Date _____

Date _____ Name: _____

Date _____

Date _____ Name: _____

Date _____

Assignment Document Return Address:
Irell & Manella LLP
840 Newport Center Drive, Suite 400
Newport Beach, CA 92660
Telephone: 949-760-0991