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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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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): COOPER, Dave M.L.; WORONUK, Dennis; WOODWARD, Robert S. and ZEEB, Kevin G.

2. Name and address of receiving party(ies) Name: WMODE INC.

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

3. Nature of conveyance: [X] Assignment [] Merger [] Security Agreement [] Change of Name [] Other

Street Address: 230, 3553 - 31 Street SW

Execution Date: 06/23/2003

City: Calgary State: AB Zip: T2L 2K7

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) 10/433,675 B. Patent No.(s)

Additional numbers attached? Yes No

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

6. Total number of applications and patents involved: 1

Name: BENNETT JONES LLP

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

Internal Address:

[X] Enclosed

Attention: Roseann Caldwell

[] Authorized to be charged to deposit account

40.00 09

as referred to in covering letter of Oct. 15/03. Please do not include

Street Address: 4500, 855 - 2nd Street SW

8. Deposit account number: 02-2057

City: Calgary State: AB Zip: T2P 4K7

DO NOT USE THIS SPACE

9. Signature.

Roseann Caldwell Name of Person Signing

Signature

Oct 16/03 Date

Total number of pages including cover sheet, attachments, and documents: 6

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

PATENT REEL: 014654 FRAME: 0709

ASSIGNMENT

In confirmation of the assignment executed November 30, 2001, of which I/we acknowledge,

I/we, (1) **COOPER, Dave M.L.**; (2) **WORONUK, Dennis**; (3) **WOODWARD, Robert S.** and (4) **ZEEB, Kevin G.**

(hereinafter "Assignor") whose full post office address is:

(1) 59 Hidden Creek Crescent NW, Calgary, Alberta T3A 6E7 CANADA; (2) 161 Hamptons Green NW, Calgary, Alberta T3A 5A8 CANADA; (3) 229 Varsity Estates Mews NW, Calgary, Alberta T3B 3C9 CANADA and (4) 532 Woodhill Place SW, Calgary, Alberta T2W 3L5 CANADA

confirm the sale and assignment to **WMODE INC.** (hereinafter "Assignee") a company incorporated under the laws of Alberta, having a place of business at:

230, 3553 – 31 Street NW, Calgary, Alberta T2L 2K7 CANADA

of all right, title and interest in and to the invention entitled

"SYSTEM AND METHOD TO PROVIDE REAL TIME TRANSACTION VALIDATION AND BILLING VIA A COMMUNICATIONS NETWORK"

made by me/us as described in PCT/CA01/01727, filed December 6, 2001 and any and all applications for patent and patents for the invention in any and all countries, including all national entries, divisions, reissues, continuations and extensions thereof, and all rights of priority resulting from the filing of said patent application and authorize and request any official whose duty it is to issue patents, to issue any patent on said invention to said Assignee or its successors or assigns and agree that on request and without further consideration, but at the expense of said Assignee, I/we will communicate to said Assignee or its representatives or nominees any facts known to me/us respecting said invention and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths and generally do everything possible to aid said Assignee, its successors, assigns, and nominees to obtain and enforce proper patent protection for said invention in all countries.

The undersigned hereby grants Roseann B. Caldwell, (U.S. Reg. No. 37,077) of BENNETT JONES LLP, 4500-855-2nd Street S.W., Calgary, Alberta, Canada, T2P 4K7 power to insert on this assignment any further identification which may be necessary or desirable in order to comply with the rules of any Patent Office, including the United States Patent and Trademark Office, for recordation of this document.

(1) SIGNED AT CALGARY, ALBERTA

this 23 day of JUNE 2003

Tom Mullen
Witness

DAVE M. L. COOPER

DECLARATION

I THOMAS J. MULLEN whose full post office address
(Name of Witness)

is 3553 - 31st ST NW, CALGARY, ALBERTA
(Address of Witness)

declare:

That I was personally present and did see **DAVE M. L. COOPER** who is personally known to me to be the person named in the above assignment, duly sign and execute the same.

Declared at CALGARY, ALBERTA

this 23 day of JUNE 2003.

Tom Mullen
Signature of Witness

(2) SIGNED AT CALGARY, ALBERTA

this 23 day of JUNE 2003.

Tom Mullen
Witness

Dennis Woronuk
DENNIS WORONUK

DECLARATION

I THOMAS J. MULLEN whose full post office address
(Name of Witness)

is 3553 - 31ST ST N.W., CALGARY, ALBERTA
(Address of Witness)

declare:

That I was personally present and did see **DENNIS WORONUK** who is personally known to me to be the person named in the above assignment, duly sign and execute the same.

Declared at CALGARY, ALBERTA

this 23 day of JUNE 2003.

Tom Mullen
Signature of Witness

(3) SIGNED AT CALGARY, ALBERTA

this 23 day of JUNE 2003.

Tom Mullen
Witness

Robert S. Woodward
ROBERT S. WOODWARD

DECLARATION

I THOMAS J. MULLEN whose full post office address
(Name of Witness)

is 3553 - 31ST ST NW, CALGARY, ALBERTA
(Address of Witness)

declare:

That I was personally present and did see **ROBERT S. WOODWARD** who is personally known to me to be the person named in the above assignment, duly sign and execute the same.

Declared at CALGARY, ALBERTA

this 23 day of JUNE 2003.

Tom Mullen
Signature of Witness

(4) SIGNED AT CALGARY, ALBERTA

this 23 day of JUNE 2003.

Tom Mulla

Witness

Kevin G. Zeeb
KEVIN G. ZEEB

DECLARATION

I THOMAS J. MULLEN whose full post office address
(Name of Witness)

is 3553 - 31st ST NW, CALGARY, ALBERTA
(Address of Witness)

declare:

That I was personally present and did see **KEVIN G. ZEEB** who is personally known to me to be the person named in the above assignment, duly sign and execute the same.

Declared at CALGARY, ALBERTA

this 23 day of JUNE 2003.

Tom Mulla
Signature of Witness