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Attorney Docket No.: 006896.P002

To the Director of the United States Patent and Trademark Office. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
 Bernard Smith and Kirk A. Hoepfner

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

2. Name and address of receiving party(ies):
 Name: Pacific Coast Wheel Factory, Inc.

Internal Address: _____

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

Execution Date(s): 3/1/2004

Street Address: 179 Alta Vista Way

City: Danville State/Province: CA Zip: 94506

Country: _____

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: 3/4/2004

A. Patent Application No.(s) 29200923

B. Patent No.(s) _____

Additional numbers attached? Yes No

6. Total number of applications and patents involved: 1

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

Name: Blakely, Sokoloff, Taylor & Zafman LLP

Internal Address: _____

Street Address: 12400 Wilshire Boulevard, 7th Floor
Los Angeles, California 90025

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

Stephen M. De Klerk
 Name of Person Signing

Signature

03/04/04
 Date

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

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Based on Form PTO-1595 as modified by BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN LLP on 05/09/03

No.: 006896.P002

(For Execution Prior To Filing Patent Application)

In consideration of good and valuable consideration, the receipt of which is hereby acknowledged, we,
 the undersigned, Bernard Smith and Kirk A. Hoepfner

hereby sell, assign, and transfer to Pacific Coast Wheel Factory, Inc.
 a corporation of California, having a principal place of business at
179 Alta Vista Way, Danville, California, 94506, U.S.A., ("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 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 _____

A WHEEL CONSTRUCTION

and in and to said application and all divisional applications, continuation applications,
 continued prosecution applications, continuation-in-part applications, substitute applications,
 renewal applications, reissue applications, reexaminations, extensions, and all other patent
 applications that have been or shall be filed in the United States and all foreign countries on
 any of said improvements; and in and to all original patents, reissued patents, reexamination
 certificates, and extensions, that have been or shall be issued in the United States and all
 foreign countries on said improvements; and in and to all rights of priority resulting from the
 filing of said United States application;

agree that said Assignee may apply for and receive a patent or patents for said
 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
 applications, continuation applications, continued prosecution applications, continuation-in-part
 applications, substitute applications, renewal applications, reissue applications, reexaminations,
 extensions and all other patent applications on any and all said 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 improvements and the history thereof; and generally assist said Assignee, its
 successors, assigns, or representatives in securing and maintaining proper patent protection
 for said improvements and for vesting title to said 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 Sign and Date Below:

3-1, 20 04 *Bernard Smith*
 Date Name: Bernard Smith

3-1, 20 04 *Kirk A. Hoepfner*
 Date Name: Kirk A. Hoepfner

Each Inventor: Please also list the date that you signed the accompanying DECLARATION AND POWER OF ATTORNEY:

3-1, 20 04
 Date

3-1, 20 04
 Date

Assignment Document Return Address:

BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN LLP
 12400 Wilshire Blvd., Seventh Floor
 Los Angeles, CA 90025-1026
 (408) 720-8300

State of: _____)
) SS.
 County of: _____)

On this _____ day of _____, 20_____, before me, _____,
 the undersigned Notary Public, personally appeared _____
 [] personally known to me [] proved to me on the basis of satisfactory evidence to be the
 person(s) whose name(s) _____ subscribed to the within instrument, and acknowledged
 that _____ executed it.

WITNESS my hand and official seal.

 Notary's Signature