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Form **PTO-1595**
(Rev. 03/01)
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Tab settings

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

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Chuck Glasser
Nissim Ozer
Robert Ufford
Armando Viteri
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: RF Code, Inc.
Internal Address: _____
Street Address: 1250 S. Clearview Avenue,
Suite 104
City: Mesa State: AZ Zip: 85208
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: 12/11/03, 12/22/03

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)
10/616,704
B. Patent No.(s)
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: William R. Bachand
Internal Address: Squire, Sanders & Dempsey L.L.P.
Street Address: Two Renaissance Square
40 North Central Avenue, Suite 2700
City: Phoenix State: AZ Zip: 85004-4498

6. Total number of applications and patents involved:
7. Total fee (37 CFR 3.41).....\$ \$40.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
19-3878
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.
William R. Bachand Reg. No. 34,980 William R. Bachand March 15, 2004
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and documents:

03/24/2004 LMUELLER 00000110 193878 10616704
01 FC:0021 40.00 BA

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

PATENT
REEL: 015120 FRAME: 0105

ASSIGNMENT

WHEREAS, the undersigned inventor(s) (hereinafter singly and collectively, "ASSIGNOR") of the address(es) indicated below, has/have invented WIRELESS VENDING COMMUNICATION SYSTEMS for which a Provisional application for Letters Patent of the United States was filed as U.S. Application No. 60/394,757 on July 9, 2002 and for which an application for Letters Patent of the United States was filed as U.S. Application No. 10/616,704 on July 9, 2003;


AND WHEREAS, RF Code, Inc. (hereinafter "ASSIGNEE"), [X] a corporation organized and existing under and by virtue of the laws of the State of Nevada [] a partnership [] a sole proprietor/individual, having its principal place of business at 1250 S. Clearview Avenue, Suite 104, Mesa, Arizona 85208-3378, is desirous of acquiring an interest therein;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR by these presents does sell, assign, and transfer unto ASSIGNEE, its successors, assigns and legal representatives, the full and exclusive right to the invention as described in the aforesaid application, in the United States and all foreign countries, together with the right of priority under the International Convention for the Protection of Industrial Property, Inter-American Convention Relating to Patents, Designs and Industrial Models, and any other international agreements to which the United States adheres, and hereby authorizes and requests the Commissioner for Patents to issue said Letters Patent to ASSIGNEE, for the sole use and benefit of ASSIGNEE, its successors, assigns and legal representatives.

AND HEREBY AGREES to transfer a like interest upon request of ASSIGNEE, its successors, assigns and legal representatives, and without further remuneration, in and to any applications for patents based thereon, growing out of or relating to the invention; and to provide all reasonable assistance and execute any papers deemed essential by ASSIGNEE, its successors, assigns and legal representatives, to ASSIGNEE's full protection and title in and to the invention hereby transferred,

AGREEING, FURTHERMORE, upon request of ASSIGNEE, and without further remuneration, to execute any and all papers desired by ASSIGNEE for the filing and granting of foreign applications and the perfecting of title thereto in ASSIGNEE.

EXECUTED as of the date(s) written below by ASSIGNOR:

<u>INVENTOR'S NAME</u>	<u>ADDRESS</u>	<u>SIGNATURE</u>	<u>DATE</u>
Chuck Glasser	8094 E Via Santa 50044 AZ 85258		12/11/03
Nissim Ozer			

INVENTOR'S NAME

ADDRESS

SIGNATURE

DATE

Robert Ufford

Armando Viteri

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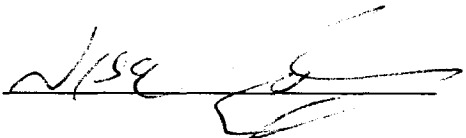
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Chuck Glasser	8094 E Villa Grande 500446 AZ 85258		12/11/03
Nissim Ozer			12/22/03

INVENTOR'S NAME

ADDRESS

SIGNATURE

DATE

Robert Ufford

Armando Viteri

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<u>INVENTOR'S NAME</u>	<u>ADDRESS</u>	<u>SIGNATURE</u>	<u>DATE</u>
Chuck Glasser		_____	_____
Nissim Ozer		_____	_____

INVENTOR'S NAME

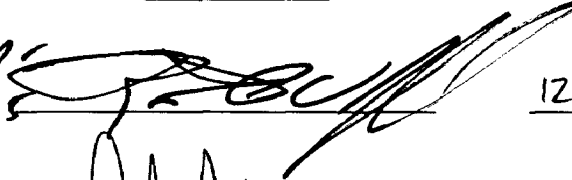
ADDRESS

SIGNATURE

DATE

Robert Ufford

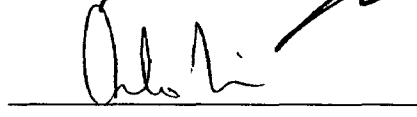
1020 Brooklyn Pl
Roswell, GA 30075



12/11/03

Armando Viteri

20341 N 96th Way
Scottsdale, AZ 85255



12/11/03

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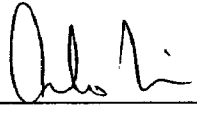
SIGNATURE

DATE

Robert Ufford

Armando Viteri

20341 N 96th Way
Scottsdale, AZ 85255

_____  _____

_____ 12/11/03 _____