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PA. 102735889

DEPARTMENT OF COMMERCE
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):

DFR 2000, INC.

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: APRIL 21 ST, 2004

2. Name and address of receiving party(ies)

Name: STUART T. SPENCE

Internal Address: _____

Street Address: _____

10021 CHAPIN WAY

City: SUNLAND State: CA Zip: 91040

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)

09/747,180

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: HARRY L. TARNOFF

Internal Address: _____

Street Address: _____

4025 OAKFIELD DRIVE

City: SHERMAN OAKS State: CA Zip: 91423

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

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(Attach duplicate copy of this page if paying by deposit account)

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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.

STUART T. SPENCE

Name of Person Signing

S.T. Spence

Signature

APRIL 22, 2004

Date

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

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

04/30/2004 6TON11 00000024 09747180

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PATENT
REEL: 015272 FRAME: 0385

Assignment of Rights: Patent Application

DFR2000, Inc., ("Assignor") is owner of "Optical design for film conversion device" as described in the U.S. Patent Application signed by Assignor on December 21st, 2000, U.S. Patent and Trademark office Serial Number: 09 / 747,180 (application #2002020024595), filed December 21st, 2000, and which claims the benefit of U.S. Provisional Application No. 60/172,111, filed Dec. 23, 1999 and U.S. Provisional Application No. 60/180,318 filed Feb. 4, 2000, (the "Patent Application"). Stuart T. Spence and Harry L. Tarnoff, as individuals who are also the named inventors, ("Assignee") desires to acquire all rights in and to the Patent Application and the patent (and any reissues or extensions) that may be granted.

Therefore, for valuable consideration, the receipt of which is acknowledged, Assignor assigns to Assignee 100% of his right, title and interest in the invention and Patent Application (as well as such rights in any divisions, continuations in whole or part or substitute applications) to Assignee for the entire term of the issued Patent and any reissues or extensions that may be granted and for the entire terms of any and all foreign patents that may issue from foreign applications (as well as divisions, continuations in whole or part or substitute applications) filed claiming the benefit of the Patent Application and any priority rights resulting from the Patent Application.

Assignor authorizes the United States Patent and Trademark Office to issue any Patents resulting from the Patent Application to Assignee according to the percentage interest indicated in this assignment. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignor had this assignment not been made.

Assignor further agrees to: (a) cooperate with Assignee in the prosecution of the Application and foreign counterparts; (b) execute, verify, acknowledge and deliver all such further papers, including patent applications and instruments of transfer; and (c) perform such other acts as Assignee lawfully may request to obtain or maintain the Patent for the invention in any and all countries.

Assignor: Ed Sanders Date: 4-21-04

Ed Sanders, president DFR2000, Inc.

On this 21st day of APRIL 2004, before me, Bobby Chandran, the undersigned Notary Public, personally appeared ED SANDERS, Assignor, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

WITNESS my hand and official seal in CALIFORNIA County of Los Angeles on the date set forth in this certificate.

Bobby Chandran
Notary Public

