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To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Darcy S. AMENDT
M. Peter VANT HOFF

2. Name and address of receiving party(ies)

Name: BLUE FALLS MANUFACTURING LTD.

Internal Address: _____

Street Address: Box 560

City: Thorsby

State: Alberta

Country: Canada Zip: T0C 2P0

Additional name(s) & address(es) attached? Yes No

Execution Date(s) November 12, 2003

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Government Interest Assignment
- Executive Order 9424, Confirmatory License
- Other _____

4. Application or patent number(s):

This document is being filed together with a new application.

A. Patent Application No.(s)

B. Patent No.(s)

10/732,406

Additional numbers attached? Yes No

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

Name: SEAN W. GOODWIN

Internal Address: GOODWIN MCKAY

Street Address: SUITE 360, 237 - 8TH AVENUE SE

City: CALGARY

State: ALBERTA Zip: T2G 5C3

Phone Number: (403) 203-0107

Fax Number: (403) 203-0403

Email Address: sean@patentfile.com

6. Total number of applications and patents involved:

1

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00

- Authorized to be charged by credit card
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- None required (government interest not affecting title)

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9. Signature:



Signature

November 8, 2004

Date

SEAN W. GOODWIN

Name of Person Signing

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

5

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O.Box 1450, Alexandria, V.A. 22313-1450

GIP \$40.00 10732406


ASSIGNMENT OF ENTIRE INTEREST

We, Darcy S. AMENDT and M. Peter VAN'T HOFF, whose full post office addresses are respectively, 8941 Strathem Drive, Edmonton, Alberta, T6C 4C8, Canada and P.O. Box 494, #7 Westview Crescent, Calmar, Alberta, T0C 0V0, Canada, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, do hereby assign to **BLUE FALLS MANUFACTURING LTD.** the Assignee, having their principal office and place of business at Box 560, Thorsby, Alberta, T0C 2P0, Canada, its successors, assigns and legal representatives, the entire right, title and interest in, to and under:

Any and all inventions and discoveries made by us and disclosed in an application for Letters Patent of the United States for an invention entitled "**JET BARREL FOR A SPA JET**" as fully described and claimed in a Patent Application for Letters Patent of the United States of America, filed as Serial No. 60/512,095, filed on October 20, 2003 with the Commissioner of Patents of the United States Patent and Trademark Office; any and all applications for Letters Patent of that or any other country which have been or may be filed, based either in whole or in part upon any or all of said inventions or discoveries, including all rights of priority under the International Convention in foreign countries and the right to file and prosecute such applications; and any and all Letters Patent which have been or may be granted by that or any other country based either in whole or in part upon any or all of said inventions or discoveries on said applications;

TO HAVE AND TO HOLD the same with all the rights and privileges enjoyed by us or which would have been enjoyed by us had we not hereby assigned. And we hereby authorize and request the Commissioners of Patents, or other proper office, to issue any and all such Letters Patent to the Assignee herein named. And we hereby covenant, for ourselves and our legal representatives and assigns, that we neither have executed nor will execute any instrument or perform any act in conflict herewith, and that we, and our heirs, legal representatives, and assigns, will at all times do such acts and execute such papers, without expense to ourselves, as from time to time may be necessary or useful to apply for, secure, defend, maintain, reissue, or extend any or all of said Letters Patent, to secure for said Assignee the full benefits of said inventions or discoveries, or otherwise to carry into full force and effect the text and intent of this assignment.


Further, we hereby appoint Sean W. Goodwin, CA Reg. No. 4277 and US Reg. No. 39,568, of Suite 360, 237 – 8th Ave. S.E., Calgary, Alberta T2G 5C3, Canada, with the authority to enter the patent application filing serial no. and dates above, on our behalf when known.



Darcy S. AMENDT

Nov 12, 2003

Date



Witness to Mr. D. Amendt


WITNESS DECLARATION

I, MIKE E. BOCKS whose full post office address is

Print Name of Witness

Box 12 Site 4 RR2 Stony Plain AB T7Z 1X2 do declare

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



M. Peter VAN'T HOFF



Witness to Mr. M.P. Van't Hoff

2003/11/12

Date

WITNESS DECLARATION

I, Donald Sager whose full post office address is

Print Name of Witness

1877 Tomlinson Way, Edmonton, AB T6R 2S6 do declare

That I was personally present and did see M. Peter Van't Hoff who is personally known to me to be the person named in the above assignment, did duly sign and execute above.