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PATENTS ONLY

Atty Ref/Docket No.: 70047-48

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):
Joel A. Silver

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

Name: Southwest Sciences Incorporated

Street Address: 1570 Pacheco Street, Suite E11

City: Santa Fe State: New Mexico Zip: 87505

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

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: July 26, 2004

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)

B. Patent No.(s)

Serial No. 10/896,608, filed July 21, 2004

Additional numbers attached? Yes No

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

Name: Jeffrey D. Myers

Address: Peacock, Myers, & Adams P.C.
P.O. Box 26927
Albuquerque, New Mexico 87125-6927
FAX (505) 243-2542

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

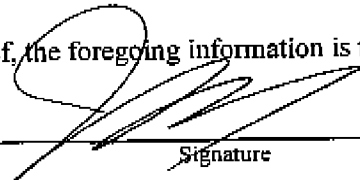
8. Please charge any additional fees or credit any over payments to our Deposit account number: 13-4213

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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.

Jeffrey D. Myers/Reg. No. 35,964
Name of Person Signing



Signature

November 18, 2004
Date

Total number of pages including cover sheet: 5

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
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P.O. Box 1450
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CH \$40.00 134213 10896608

ASSIGNMENT OF INVENTION AND PATENT RIGHTS

Inventor: JOEL A. SILVER

Serial No.: 10/896,608

Filing Date: September 22, 2004

For valuable consideration received or to be received, and hereby acknowledged, JOEL A. SILVER of 13 Tierra Adentro, Santa Fe, New Mexico 87508, (hereinafter referred to as "Inventor"), hereby sells, assigns and transfers unto SOUTHWEST SCIENCES INCORPORATED of 1570 Pacheco Street, Suite E-11, Santa Fe, New Mexico 87505, its successors and assigns (hereinafter referred to as "Assignee"), the entire interest for the United States of America and all foreign countries, including all rights of priority under the international conventions and treaties, in and to a certain invention or improvement known as *Near Re-Entrant Dense Pattern Optical Multipass Cell*, and described in an application filed in the United States Patent and Trademark Office on September 22, 2004, as Attorney Docket No. 70047-48-CIP, and given U.S. Patent Application Serial No. 10/896,608, which claims continuation-in-part priority to U.S. Serial No. 10/896,608 filed July 21, 2004, and in all Letters Patent of the United States and all foreign countries which may or shall be granted on said invention, or any parts thereof, or on said application, or on any provisional, utility, divisional, continuing, continuation-in-part, reissue, reexamination or other applications based in whole or in part thereon. And Inventor agrees hereafter to execute all applications, amended specifications, deeds or other instruments, and to do all acts necessary or proper in Assignee's sole discretion to secure to Assignee the grant of Letters Patent in the United States and/or in other countries as Assignee may determine in its sole discretion, with specifications and claims in such form as shall be approved by Assignee's counsel, and to vest and confirm in Assignee the legal and equitable title and full use and benefit of all such patents.

Inventor hereby authorizes and requests the attorneys of record in said application to insert in this Assignment the filing date and serial number of said application when officially known.

Inventor further agrees with Assignee that this Assignment covers all processes, specifications, procedures, techniques and other knowledge and information now or hereafter known to Inventor which are not in the public domain and which relate to the above-mentioned invention or improvement, its

Inventor further covenants that Assignee will, upon its request, be provided promptly with all pertinent facts and documents relating to said application, said invention and said Letters Patent and legal equivalents in foreign countries as may be known and accessible to Inventor and will testify as to the same in any interference or litigation related thereto and will promptly execute and deliver to Assignee or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents thereof in any foreign country which may be necessary or desirable to carry out the purposes thereof.

Inventor's rights in the above-mentioned invention or improvement and Related Know-How and any patent application(s) and Letters Patent thereon have not been previously assigned, mortgaged or otherwise encumbered, and Inventor has full right, power and authority to assign all such rights to Assignee hereunder.

As used herein, the terms "Inventor" and "Assignee" shall include such parties and their heirs, administrators, estates, successors and assigns of every kind.

Inventor hereby authorizes and requests the Director of the United States Patent and Trademark Office, and all foreign countries' equivalent officials, to issue such Letters Patent as shall be granted on said application or applications based thereon to Assignee.

DATED this 16 day of July, 2004.

Joel A. Silver
Joel A. Silver

STATE OF NEW MEXICO)
COUNTY OF SANTA FE) ss.

This instrument was acknowledged before me this 16 day of July, 2004, by Joel A. Silver.

Vickie Selouf
Notary Public

