



08-02-2004

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ached original documents or copy thereof.

1. Name of conveying party(ies):

Thomas W. O'Rourke

7-19-04

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

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

Name: Ingalls Engineering Company, Inc.

Internal Address: _____

Street Address: 2011 Cherry Street
Suite 104

City: Louisville State: CO ZIP: 80027

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

3. Nature of conveyance:

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

Execution Date: July 15, 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: July 15, 2004

A. Patent Application No.(s)

B. Patent No.(s)

10/894067

Additional numbers attached? Yes No

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

Name: Harold A. Burdick

Internal Address: _____

Street Address: 6676 Gunpark Drive
Suite E

City: Boulder State: CO ZIP: 80301

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. Deposit account number: _____

(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.

Harold A. Burdick
Name of Person Signing

Signature

July 15, 2004
Date

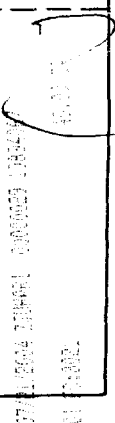
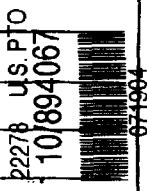
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ASSIGNMENT

WHEREAS, I, Thomas W. O'Rourke (hereinafter referred to as "ASSIGNOR"), a citizen of the United States of America, and a resident of the County of Boulder and State of Colorado, whose post office and residence address is 7212 Old Post Road, Boulder, Colorado 80301, have invented certain new and useful improvements in BRAKING SURFACE COOLING ASSEMBLY AND BRAKE PERFORMANCE ENHANCING METHODS for which I am making application for Letters Patent of the United States;

AND WHEREAS, Ingalls Engineering Company, Inc., (hereinafter referred to as "ASSIGNEE"), a corporation duly organized, incorporated, and existing under the laws of the State of Colorado, and having an office and place of business at 2011 Cherry Street, Suite 104, Louisville, Colorado 80027, is desirous of acquiring the whole right, title, and interest in and to said improvements or invention, and in and to said application, and in and to any and all Letters Patent, both in the United States and all foreign countries, that may be obtained therefor;

NOW THEREFORE, TO ALL WHOM IT MAY CONCERN, BE IT KNOWN, that I, the said ASSIGNOR, for and in consideration of the sum of One Dollar (\$1.00), lawful money of the United States to me in hand paid by said ASSIGNEE and for other good and valuable considerations unto me moving from said ASSIGNEE at or before the ensealing and delivery of these presents, and receipt whereof is hereby acknowledged, have sold, assigned, transferred, and set over, and by these presents do sell, assign, transfer, and set over unto said ASSIGNEE, its successors and assigns, the whole right, title, and interest, in the United States and all foreign countries, in and to the aforesaid improvements or invention as fully set forth and described in the application for Letters Patent of the United States thereof, prepared and executed by me on even date herewith, and in and to said application and in and to any and all Letters Patent, in the United States and all foreign countries, that may be obtained therefore, TO HAVE AND TO HOLD the same to the full end of the term or

terms for which any and all Letters Patent may be granted on said improvements and invention.

AND, I, the said ASSIGNOR, do hereby authorize and request the Commissioner of Patents to issue the said Letters Patent of the United States to said ASSIGNEE as the assignee of the whole right, title, and interest in and to the same, for the sole use and behoof of said ASSIGNEE, its successors and assigns.

AND, I, the said ASSIGNOR, hereby authorize and empower said ASSIGNEE, its successors, assigns, and nominees to invoke and claim for any application for Letters Patent for any improvements or invention filed by said ASSIGNEE, the benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may hereafter be substituted for it, and to invoke and claim such right of priority without further written or oral authorization from me.

AND, I, the said ASSIGNOR, hereby consent that a copy of this Assignment shall be deemed a full legal and formal equivalent of any assignment, consent to file, or like document which may be required in any country for any purpose and more particularly is proof of the right of ASSIGNEE or its nominee to claim the aforesaid benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may hereafter be substituted for it.

AND, I, the said ASSIGNOR, for the considerations aforesaid, do hereby covenant and agree to and with the said ASSIGNEE, its successors and assigns, that I, my executors and administrators shall and will do all lawful acts and things, and make, execute, and deliver any and all papers, affidavits, assignments, and other documents, in the United States and all foreign countries, which, in the opinion of counsel for said ASSIGNEE, its successors and assigns, may be required or necessary more effectively to secure to and vest in said ASSIGNEE, its successors, or assigns, the whole right, title, and interest, in the United States and all foreign countries, in and to said improvements and

