

Rec'd PCT/PTO 16 AUG 2004

10/484590

Form PTO-1595 (Rev. 06/04)
OMB No. 0651-0027 (exp. 6/30/2005)

09-07-2004

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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):

RICHARD JACK SHUTTLEWORTH

Execution Date(s) 01/30/2004

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

2. Name and address of receiving party(ies)

Name: SHUTTLEWORTH AXIAL MOTOR COMPANY LIMITED

Internal Address: _____

Street Address: 110 Marsden Valley Road

City: Nelson

State: _____

Country: NZ Zip: _____

Additional name(s) & address(es) 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):

A. Patent Application No.(s)

10/484,590

This document is being filed together with a new application.

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: Vincent T. Pace

Internal Address: Dann, Dorfman, Herrell and Skillman, P.C.

Street Address: 1601 Market Street Suite 2400

City: Philadelphia

State: PA Zip: 19103-2307

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6. Total number of applications and patents involved:

1

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40

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

8. Payment Information

a. Credit Card Last 4 Numbers _____ Expiration Date _____

b. Deposit Account Number 04-1406

Authorized User Name Vincent T. Pace

9. Signature:

Vincent T. Pace

Signature

08/12/2004

Date

VINCENT T. PACE

Name of Person Signing

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

2

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

DOCKET 0074-497834

ASSIGNMENT

WHEREAS, RICHARD JACK SHUTTLEWORTH, hereinafter referred to as ASSIGNOR, is a named inventor of an invention entitled: **IMPROVEMENTS RELATING TO AXIAL MOTORS** described and claimed in International Application No. PCT/NZ02/00126 filed the 23rd day of July 2002, which designates the United States of America.

WHEREAS, SHUTTLEWORTH AXIAL MOTOR COMPANY LIMITED, of 110 Marsden Valley Road, Nelson, New Zealand, hereinafter referred to as ASSIGNEE, is desirous of acquiring any rights in and to said invention and any and all applications for Letters Patent and any and all Letters Patent of the United States which may be issued therefor:

NOW THEREFORE THIS IS TO WITNESS that for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR has sold, assigned and set over and hereby does sell, assign and set over, unto ASSIGNEE, its successors and assigns, for the territory of the United States of America, ASSIGNOR'S entire right, title and interest in and to the aforesaid invention, as well as any improvement thereof, and any and all applications for letters patents which have been, or hereafter may be, filed on said invention or any said improvement thereof, including any and all divisional, renewal, substitute, continuation and continuation-in-part applications, together with the right to claim priority accruing from said applications, and all Letters Patent which may be granted on any said application(s) for said invention or any said improvement thereof, and all extension(s) and reissue(s) thereof.

And ASSIGNOR hereby authorizes and requests the Commissioner of Patents and Trademarks to issue any and all Letters Patent of the United States to ASSIGNEE, its successors and assigns, as the owner of all right, title and interest therein.

And for said consideration, it is hereby covenanted and agreed that at the request and expense of ASSIGNEE, its successors and assigns, ASSIGNOR will execute any further papers and do such other acts and things as may be necessary and proper to permit ASSIGNEE, its successors and assigns, to procure Letters Patent for said invention in the United States as ASSIGNEE, its successors and assigns may elect, and vest the full title thereto in ASSIGNEE, its successors and assigns.

IN WITNESS WHEREOF, this assignment has been executed on the day and month indicated below.

Date: 30/1/04, 2004


RICHARD JACK SHUTTLEWORTH

TOTAL P.03