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April 18, 2005

RECORDATION FORM COVER SHEET

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Mail Stop Assignment Recordation Services Director - US Patent and Trademark Office PO Box 1450 Alexandria, VA 22313-1450

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

- 1. Name of conveying party(ies): Earl J. Adolphi Michael J. Surma Gerald A. Jensen
- 2. Name and address of receiving party(ies): Name: Lifetouch, Inc. Street Address: 11000 Viking Drive City: Eden Prairie State: Minnesota Zip Code: 55344
- 3. Nature of Conveyance:
 - Assignment

- Merger
- Security Agreement Change of Name X Other: Corrective 1st page of Assignment (error made by party submitting Assignment in supplying an incorrect name of the Assignee on the first page of the Assignment now recorded on 10/06/04; Reel/Frame: 015877/0013). Copies of that document attached.

Execution Date: October 4, 2004

- 4. Application number(s) or registration number(s): If this document is being filed together with a new application, the execution date of the application is:
 - Α. Patent Application No.(s): 10/959,655
 - Β. Patent No.(s):

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REEL: 016088 FRAME: 0816

- # 2/ 9
- 5. Name and address of party of whom correspondence concerning document should be mailed: Name: Nikolai & Mersereau, Esq. Nikolai & MERSEREAU, P.A. Street Address: 900 Second Avenue South, #820 City: Minneapolis State: MN Zip: 55402-3325
- 6. Number of applications and patents involved: 1
- 7. Total Fee (37 CFR 3.41): A check is enclosed.
- 8. The Commissioner is authorized to charge any fees or refund any overpayment under 37 CFR 1.16 and 1.17 which may be required by this paper to Deposit Account No. 08-1265. A duplicate copy of this sheet is enclosed.

DO NOT USE THIS SPACE

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.

<u>C. G. Mersereau</u> Name of Person signing

Late: April 18, 2005 Signature

Total number of pages including cover sheet, attachments and document: 9

4-18-05;	8:35AM;NIKOLAI	MERSEREAU
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PATENT REEL: 016088 FRAME: 0818

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- 5. Name and address of party of whom correspondence concerning document should be mailed: Name: NIKOLAI & MERSEREAU, P.A. Street Address: 900 Second Avenue South, #820 City: Minneapolis State: MN Zip: 55402-3325
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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.

Mercene Date: October 6, 2004 C. G. Mersereau Name of Person Signing Signature

Total number of pages including cover sheet, attachments and document: 5

ASSIGNMENT

WHEREAS, we, Earl J. Adolphi, a citizen of the United States of America, residing at 16417 Ellerdale Lane, Eden Prairie, Minnesota 55346, Michael J. Surma, a citizen of the United States of America, residing at 24 Saint Albans Street South, #7, St. Paul, Minnesota 55105, and Gerald A. Jensen, a citizen of the United States of America, residing at 2570 Queensland Lane North, Plymouth, Minnesota 55447, are the inventors of that certain invention disclosed and claimed in an application for United States Letters Patent executed by Earl J. Adolphi on 10-4-2004 , Michael J. Surma on 10-4-2004 and executed by Gerald A. Jensen on 10 - 4 - 2000 , and entitled "AUTOMATED PORTRAIT STUDIQ"; and

WHEREAS, Lifetouch, Inc., a corporation organized and existing under the laws of the State of Minnesota, and having its principal office located at 11000 Viking Drive, Eden Prairie, Minnesota 55344, is desirous of acquiring the said invention and any and all patents of any and all countries which may be granted on said invention.

NOW, THEREFORE, Be It Known that for and in consideration of Point Medical, Inc., and for other good and valuable consideration, the receipt of all of which is hereby acknowledged, we, Earl J. Adolphi, Michael J. Surma and Gerald A. Jensen, have sold, assigned and transferred, and do hereby sell, assign and transfer unto said

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Lifetouch, Inc., the entire right, title, and interest, both legal and equitable, in and to the said above identified invention for all countries, in and to the same above identified application for patent, and in and to any and all patents of any and all countries which may be granted on said invention; and the Commissioner of Patents and Trademarks is hereby authorized and requested to issue, in accordance with this Assignment, any and all patents which may be granted on the above identified application or on the invention therein disclosed.

rairie MN 1, this 4th Signed at tober 2004 (1)(2)Earl J Adolphi Michael Surma

Gerald A. Dersen

STATE OF MINNESOTA

COUNTY OF HENDEPID

On this <u>4</u>TH day of <u>CCTOBER</u>, 2004, before me, a Notary Public for and within the County aforesaid, personally appeared Earl J. Adolphi, to me known to be the person described in the foregoing Assignment, and he acknowledged to me that he executed the same as his free act and deed.

SS

RITA J. KAISER NOTARY PUBLIC - MINNESOTA Y COMMISSION EXPIRES JANUARY 31, 2005

Notary Public

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STATE OF MINNESOTA COUNTY OF HEADERA On this <u>474</u> day of <u>CATOPER</u>, 2004, before me, a Notary Public for and within the County aforesaid, personally appeared Michael J. Surmal, to me known to be the person described in the foregoing Assignment, and he acknowledged to me that he executed the same as his free act and deed. MITAJ.KAISER NOTARY Public - MINNESOTA MY COMMISSION EXPIRES JANUARY 31, 2005 MY COMMISSION EXPIRES ANUARY 31, 2005

STATE OF MINNESOTA COUNTY OF HEADEPIN

On this 477 day of <u>OCTOPER</u>, 2004, before me, a Notary Public for and within the County aforesaid, personally appeared Gerald A. Jensen, to me known to be the person described in the foregoing Assignment, and he acknowledged to me that he executed the same as his free act and deed.

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RITA J. KAISER NOTARY PUBLIC - MINNESOTA MY COMMISSION EXPIRIES JANUARY 31, 2005

Notary Public

RECORDED: 04/18/2005