

06-03-2005

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 FINANCE SECTION
 DEPARTMENT OF COMMERCE
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 103013833

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

5/3/05

1. Name of conveying part(ies):
Ruby Schaefer and Nanci Schwind
 Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving part(ies):
Burnes Operating Company LLC
 Internal Address:
 Street Address: 9301 Amberglen Boulevard
 City: Austin State: TX Zip: 78729
 Additional name(s) and address(es) attached? Yes No

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other:
 Execution Date: May 12, 2005

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) 29/223,819 B. Patent No.(s)
 Additional numbers attached? Yes No

5. Names and address of party to whom correspondence concerning document should be mailed:
 Name: Joshua A. Lorentz
 Internal Address: Dinsmore & Shohl LLP
 Street Address: 1900 Chemed Center
255 East Fifth Street
 City: Cincinnati State: Ohio Zip: 45202

6. Total number of applications and patents involved: [1]

7. Total Fee (27 CFR 3.41) ... \$ 40.00
 Enclosed
 Please charge the amount of \$40.00 to our Visa credit card account. Form PTO-2038 is attached
 Please charge any deficiencies or credit any overpayment to deposit account
 Authorization to be charged to deposit account

8. Deposit Account Number:
04-1133
 (Attach duplicate copy of this page if paying by deposit account)

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.
Joshua A. Lorentz Reg. No. 52,406 *Joshua A. Lorentz* 5/26/05
 Name of Person Signing, Registration Number Signature Date
 Total Number of pages including cover sheet [3]

06/02/2005

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Total Number of pages including cover sheet

[3]

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40.00 DP

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to: Mail Stop Assignment Recordation Services; Director of the U.S. Patent and Trademark Office; P.O. Box 1450; Alexandria, VA 22313-1450 on May 26, 2005.
Diana M. Celia
 Diana M. Celia

1148605v1

PATENT
REEL: 016615 FRAME: 0342

ASSIGNMENT

WHEREAS, WE, **Ruby Schaefer**, a citizen of the United States, residing at 308 Park Place Drive, Georgetown, Texas 78628, and **Nanci Schwind**, a citizen of the United States, residing at 11203 RR 2222 #1304, Austin, Texas 78730 (hereinafter referred to as "ASSIGNORS"), have invented a Photo Frame, for which a United States Design Patent Application (Serial No. 29/223.819) was filed on February 18, 2005; and

WHEREAS, **Burnes Operating Company LLC**, of 9301 Amberglens Boulevard, Austin, Texas 78729, a limited liability company duly organized and existing under the laws of the State of Delaware (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the entire interest therein.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, we, said ASSIGNORS, hereby sell, assign, and transfer and set over, unto said ASSIGNEE, its successors, legal representatives and assigns, the entire right, title and interest in, to and under said invention, and said United States application and all divisions, renewals, and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues, reexaminations and extensions thereof; and all applications for industrial property protection, including, without limitation, all applications for patents, utility models, and designs which may hereafter be filed for said invention in any country or countries foreign to the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals, reexaminations and reissues thereof.

ASSIGNORS HEREBY authorize and request the Director of the United States Patent and Trademark Office, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

ASSIGNORS HEREBY grant the firm of **DINSMORE & SHOHL LLP** the power to insert in this Assignment any further identification or information which may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document.

ASSIGNORS HEREBY covenant and agree that they have full right to convey the entire interest herein assigned, and that they have not executed, and will not execute, any agreement in conflict herewith.

ASSIGNORS HEREBY further covenant and agree that they will communicate to said ASSIGNEE, its successors, legal representatives and assigns, any facts known to them respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue, reexamination and foreign applications, make all rightful oaths, and generally do everything possible to aid said ASSIGNEE, its successors, legal

PATENT
REEL: 016615 FRAME: 0343

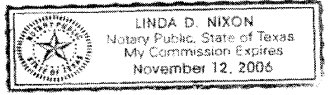
representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

Date: 5/12/05

Ruby Schaefer
Ruby Schaefer

STATE OF TEXAS)
COUNTY OF WILLIAMSON) ss
)

Sworn to and subscribed before me this 12th day of May, 2005.



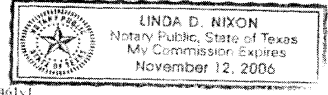
Linda D. Nixon
Notary Public

Date: 5/12/05

Nancy Schwind
Nancy Schwind

STATE OF TEXAS)
COUNTY OF WILLIAMSON) ss
)

Sworn to and subscribed before me this 12th day of MAY, 2005.



Linda D. Nixon
Notary Public

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