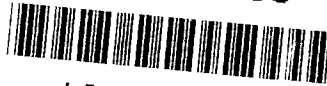


BOX ASSIGNMENTS

07-18-2005



103042431

HEET

Attorney Docket No.: 2543-0422

112919 U.S. PTO
11/176232



070805

To the Assistant Commissioner of Patents and Trademarks
Sir: Please Record the Attached Original Document(s) or Copy Thereof.

1. Name of Conveying Parties (Assignors):

1. MASON II, Paul L.	2. SPRANKLE, DAVID A. SPRANKLE, DAVID A.
----------------------	---

Additional Name(s) of Conveying Party(ies) Attached? YES NO

TITLE OF INVENTION	OPTICAL VEND-SENSING SYSTEM FOR CONTROL OF VENDING MACHINE
--------------------	--

2. Party(ies) (Assignee(s)) Receiving Interest:

Name and Address	Automated Merchandising Systems Inc. 255 West Burr Boulevard Kearneysville, WV 25430
------------------	--

Additional Name(s) & Address(es) of Assignee(s) Attached? YES NO

3. Nature Of Conveyance (Document):

Assignment of:	<input checked="" type="checkbox"/> Whole	<input type="checkbox"/> Part Interest
<input type="checkbox"/> Original	<input checked="" type="checkbox"/> Facsimile/Photocopy	<input type="checkbox"/> Change of Name
<input type="checkbox"/> Verified Translation	<input type="checkbox"/> Security	<input type="checkbox"/> Merger

Execution Date(s) on the Conveyance: July 8, 2005
Execution Date(s) on the Declaration if Filed Herewith: July 8, 2005

4. Application No(s), or Patent No(s), Others on Additional Sheet(s) Attached? YES NO

Appl. Serial No.	Docket No.	1 st Inventor if not in Item 1	Patent No.	Issue Date	1 st Inventor if not in Item 1
	2543-0422				

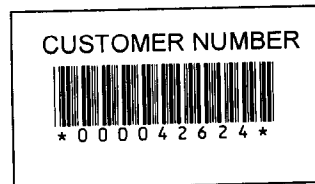
5. Name and Address of Party to Whom Correspondence Involving Document Should be Mailed: Brian Siritzky Davidson Berquist Jackson & Gowdey, LLP 4300 Wilson Boulevard, 7 th Floor Arlington, VA 22203	7. Number Involved: Applns. 1 + Patents = Total 1
6. Attorney Docket: 07/11/2005 FFANAEIA 00000073 11176232 05 FC:8021	8. Amount of Fee Enclosed: (Code 581) Above Total x \$40 = \$ 40
	9. If Above Fee is Missing or Inadequate, Charge Deficiency to Deposit Account No. 501860 under Order No.: 2543-0422

40.00 DP

10. Total number of pages including this cover sheet, attachments and document: 3

11. 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.



Respectfully submitted,

By: Brian Siritzky
Registration No.: 37,497

Date: July 8, 2005

Davidson Berquist Jackson & Gowdey LLP
4300 Wilson Boulevard, 7th Floor
Arlington, VA 22203
Main: (703) 894-6400
FAX: (703) 894-6430

ASSIGNMENT of U.S. and Foreign Patent Rights

Attorney Docket: 2543-0422

(Inventors) **Paul L. MASON, II**
David A. SPRANKLE

In consideration of the sum of one dollar (\$1.00) and other good valuable considerations paid to each of the undersigned, the undersigned agree(s) to assign, and hereby does assign, transfer and set over to Automated Merchandising Systems Inc. ("AMS"), a corporation of West Virginia, having an office and place of business at 255 West Burr Boulevard, Kearneysville, WV 25430, the undersigned's entire right, title and interest in the invention, all applications filed therefor for patent in the United States and in foreign countries, and any Letters Patent which may be granted therefor in the United States and in foreign countries, known as:

(Title) **OPTICAL VEND-SENSING SYSTEM FOR CONTROL OF VENDING MACHINE**

for which the undersigned has (have) executed on even date herewith an application for patent in the United States of America.

The undersigned acknowledges an obligation of assignment of this invention to AMS at the time the invention was made.

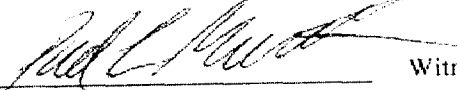
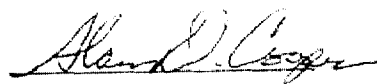
The undersigned hereby agrees to execute any papers for AMS, its successors, assigns and legal representatives, deemed essential by AMS to AMS's full protection and title in and to the invention hereby transferred.

The undersigned furthermore agrees, without further remuneration, to execute any and all papers requested by AMS, its successors, assigns and legal representatives, for the filing and granting of foreign applications and the perfecting of title thereto in AMS.

The undersigned hereby authorize(s) and request(s) the Commissioner of Patents to issue any and all Letters Patent of the United States resulting from said application or any division or divisions or continuing applications thereof to AMS, as assignee of the entire interest, and hereby covenants that he has (they have) full right to convey the entire interest herein assigned, and that he has (they have) not executed and will not execute, any agreement in conflict herewith.

The undersigned hereby grant(s) the firm of DAVIDSON BERQUIST JACKSON & GOWDEY, LLP the power to insert on this assignment any further identification which may be necessary or desirable in order to comply with the rules of the United States Patent Office for recordation of this document. It is understood and agreed that AMS's attorneys Davidson Berquist Jackson & Gowdey, LLP have represented only AMS and will continue to represent only AMS with respect to this invention.

In witness whereof, executed by the undersigned on the date(s) opposite the undersigned signature(s).

Date: 8 July 2005 Inventor:  Witness: 
Paul L. Mason II

Date: _____ Inventor: _____ Witness: _____
David A. Sprankle

ASSIGNMENT of U.S. and Foreign Patent Rights

Attorney Docket: 2543-0422

(Inventors) **Paul L. MASON, II**
David A. SPRANKLE

In consideration of the sum of one dollar (\$1.00) and other good valuable considerations paid to each of the undersigned, the undersigned agree(s) to assign, and hereby does assign, transfer and set over to Automated Merchandising Systems Inc. ("AMS"), a corporation of West Virginia, having an office and place of business at 255 West Burr Boulevard, Kearneysville, WV 25430, the undersigned's entire right, title and interest in the invention, all applications filed therefor for patent in the United States and in foreign countries, and any Letters Patent which may be granted therefor in the United States and in foreign countries, known as:

(Title) **OPTICAL VEND-SENSING SYSTEM FOR CONTROL OF VENDING MACHINE**

for which the undersigned has (have) executed on even date herewith an application for patent in the United States of America or, if not on even date, then has executed on _____ or has already filed U.S. application Serial No. _____ on.

The undersigned acknowledges an obligation of assignment of this invention to AMS at the time the invention was made.

The undersigned agree(s) to execute all papers and documents necessary in connection with the application or any interference which may be declared and any continuing or divisional applications thereof and also to execute separate assignments in connection with such applications as AMS may deem necessary or expedient and further to perform any act which may be necessary in connection with claims or provisions of the International Convention for Protection of Industrial Property or similar agreements.

The undersigned agree(s) to perform all affirmative acts which may be necessary to obtain a grant of valid United States and corresponding foreign patents to AMS.

The undersigned hereby authorize(s) and request(s) the Commissioner of Patents to issue any and all Letters Patent of the United States resulting from said application or any division or divisions or continuing applications thereof to AMS, as assignee of the entire interest, and hereby covenants that he has (they have) full right to convey the entire interest herein assigned, and that he has (they have) not executed and will not execute, any agreement in conflict herewith.

The undersigned hereby grant(s) the firm of DAVIDSON BERQUIST JACKSON & GOWDEY, LLP the power to insert on this assignment any further identification which may be necessary or desirable in order to comply with the rules of the United States Patent Office for recordation of this document. It is understood and agreed that AMS's attorneys Davidson Berquist Jackson & Gowdey, LLP have represented only AMS and will continue to represent only AMS with respect to this invention.

In witness whereof, executed by the undersigned on the date(s) opposite the undersigned signature(s).

Date: _____ Inventor: _____ Witness: _____
Paul L. Mason II

Date: 7/8/05 Inventor: David A Sprankle Witness: 
David A. Sprankle