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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.

7-27-05

1. Name of conveying party(ies)

Isaak Aleynik

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

2. Name and address of receiving party(ies)

Name: A & A Technologies, LLC

Internal Address: _____

Street Address: 746 Deerfield Dr.

City: Sioux City

State: Iowa

Country: US Zip: 51108

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

3. Nature of conveyance/Execution Date(s):

Execution Date(s) 24 June 2005

- Assignment Merger
- Security Agreement Change of Name
- Joint Research Agreement
- Government Interest Assignment
- Executive Order 9424, Confirmatory License
- Other _____

4. Application or patent number(s):

This document is being filed together with a new application.

A. Patent Application No.(s)

B. Patent No.(s)

07/29/2005 HGUTEMA1 00000034 11190650

40.00 DP

Additional numbers attached? Yes No

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

Name: LYUBOV ALEYNIK

Internal Address: _____

Street Address: 746 Deerfield Dr.

City: Sioux City

State: IA Zip: 51108

Phone Number: 712-239-5910

Fax Number: 712-239-5910

Email Address: AATechnologies@cablone.net

6. Total number of applications and patents involved: one

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00

- 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 _____

Authorized User Name _____

9. Signature: Lyubov Aleynik

Signature

07-24-2004

Date

Lyubov Aleynik

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

112963 U.S. PTO
11/190650



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ASSIGNMENT

WHEREAS, I, Isaak Aleynik, a citizen of the United States of America, residing at 3640 Indian Hills. Dr., Apt. 318, Sioux City, IA 51104 (hereinafter "Inventor") having made an invention entitled "Railway Track System" and having an intent to file a utility patent application in the United States of America based thereon;

WHEREAS A&A Technologies LLC, an Iowa Limited Liability Company (hereinafter "Assignee") is desirous to practice this invention;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, I have agreed to assign and transfer unto the Assignee and do hereby assign unto Assignee, having its principal place of business at 746 Deerfield Dr, Sioux City, IA, its successors and assigns, the entire right, title and interest in and to said invention and application, and in and to any division, continuation or continuation-in-part, of said application, and in and to any and all Letters Patent and reissues and extensions thereof, of the United States of America and countries foreign thereto (including the right to apply for Letters Patent in foreign countries in its own name and to claim any priority rights for such foreign applications to which such applications are entitled under international conventions, treaties, or otherwise), which have been or may be granted on any of the foregoing to be held and enjoyed as fully and exclusively as they would have been by me had this assignment and transfer not been made;

I do further agree for myself and for my heirs, executors and administrators, to execute and deliver without further consideration any further applications, assignments and documents, and to perform such other acts as I lawfully may, that may be deemed necessary by Assignee, its successors, assigns, and nominees, fully to secure its interest as aforesaid and to obtain or maintain Letters Patent in any and all countries;

And I do hereby authorize and request the Commissioner of Patents to issue any and all Letters Patent which may be granted upon any of the said applications, to Assignee, as the assignee of the entire interest therein.

In witness whereof, I have hereunto signed my name on the day and year set forth below.

6-24-05 Isaak Aleynik

Date

Isaak Aleynik

STATE OF IOWA

COUNTY OF WOODBURY

Sworn to and subscribed before me this 24 day of June, 2005

Karyl Vlahoulis
NOTARY PUBLIC

