

9/12/05
Client Code: UNISEN.146A

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09-14-2005



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To the Director, U.S. Patent and Trademark

nal documents or copy thereof.

<p>1. Name of conveying party(ies): (List u. or numbers for multiple parties)</p> <p>1. Mark W. Chiles 2. Kevin P. Corbalis 3. Gregory Allen Wallace</p> <p>Additional name(s) of conveying party(ies) attached? () Yes (X) No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: Unisen, Inc., dba Star Trac Internal Address: Street Address: 14410 Myford Road City: Irvine State: CA ZIP: 92606</p> <p>Additional name(s) of receiving party(ies) attached? () Yes (X) No</p>
<p>3. Nature of conveyance: (X) Assignment () Security Agreement () Merger () Change of Name () Other:</p> <p>Execution Date: (List as in section 1 if multiple signatures)</p> <p>1. September 6, 2005 2. September 6, 2005 3. September 6, 2005</p>	<p>4. US or PCT Application number(s) or US Patent number(s):</p> <p>(X) Patent Application No.: 11/148,008 Filing Date: June 8, 2005</p> <p>Additional numbers attached? () Yes (X) No</p>
<p>5. Party to whom correspondence concerning document should be mailed:</p> <p>Customer No. 20,995 Address: Knobbe, Martens, Olson & Bear, LLP 2040 Main Street, 14th Floor Irvine, CA 92614 Return Fax: (949) 760-9502 Attorney's Docket No.: UNISEN.146A</p>	<p>6. Total number of applications and patents involved: 1</p>
<p>7. Total fee (37 CFR 1.21(h)): \$40</p> <p>(X) Enclosed</p> <p>09/13/2005 DBYRNE 00000198 11148008 01 FC:8021 40.00 OP</p>	<p>8. Deposit account number: 11-1410</p> <p>Please charge this account for any additional fees which may be required, or credit any overpayment to this account.</p>
<p>9. Statement and signature.</p> <p>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.</p> <p>John M. Grover Name of Person Signing</p> <p>42,610 Registration No.</p> <p> Signature</p> <p>September 7, 2005 Date</p> <p>Total number of pages including cover sheet, attachments and document: 3</p>	

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PATENT
REEL: 016963 FRAME: 0295

ASSIGNMENT

WHEREAS, We, Mark W. Chiles, a United States citizen, residing at 5635 Greenbriar Drive, Yorba Linda, California 92887; Kevin P. Corbalis, a United States citizen, residing at 2610 Davis Drive, Tustin, California 92780; and Gregory Allen Wallace, a United States citizen, residing at 26662 Calle Alcala, Mission Viejo, California 92691, have invented certain new and useful improvements in a SYSTEM AND METHOD FOR ELECTRONICALLY CONTROLLING RESISTANCE OF AN EXERCISE MACHINE, for which we have filed an application for Letters Patent in the United States on June 8, 2005, as U.S. Patent Application No. 11/148,008;

AND WHEREAS, Unisen, Inc., dba Star Trac (hereinafter "ASSIGNEE"), a California corporation, with its principal place of business at 14410 Myford Road, Irvine, California 92606, desires to acquire the entire right, title, and interest in and to the said improvements and the said Application:

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, we, the said inventors, do hereby acknowledge that we have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, the entire right, title, and interest throughout the world in, to and under the said improvements, and the said application and all provisional applications relating thereto, and all divisions, renewals and continuations thereof, and all Letters Patent of the United States which may be granted thereon and all reissues and extensions thereof, and all rights of priority under International Conventions and applications for Letters Patent which may hereafter be filed for said improvements in any country or countries foreign to the United States, and all Letters Patent which may be granted for said improvements in any country or countries foreign to the United States and all extensions, renewals and reissues thereof; and we hereby authorize and request the Commissioner of Patents of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents on applications as aforesaid, to issue all Letters Patent for said improvements to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE DO HEREBY sell, assign, transfer, and convey to ASSIGNEE, its successors, legal representatives, and assigns all claims for damages and all remedies arising out of any violation of the rights assigned hereby that may have accrued prior to the date of assignment to ASSIGNEE, or may accrue hereafter, including, but not limited to, the right to sue for, collect, and retain damages for past infringements of the said Letters Patent before or after issuance.

AND WE HEREBY covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said improvements, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper patent protection for said improvements in all countries.

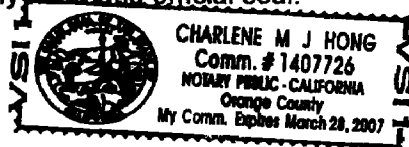
IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 6th day of September, 2005.

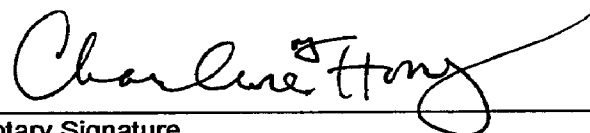

Mark W. Chiles

STATE OF CALIFORNIA }
COUNTY OF ORANGE } ss.

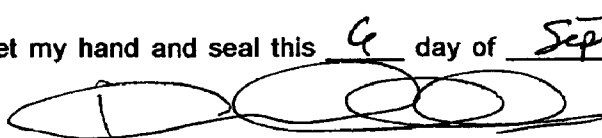
On 9/6/05, before me, Charlene M. Hong, personally appeared Mark W. Chiles personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.
[SEAL]




Notary Signature

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 6 day of September, 2005.



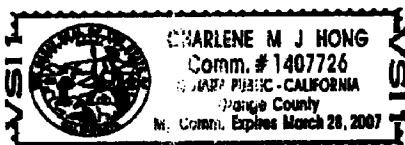
Kevin P. Corbalis

STATE OF CALIFORNIA
COUNTY OF ORANGE } ss.

On 9/6/05, before me, Charlene M J Hong, personally appeared Kevin P. Corbalis personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]



Charlene M J Hong
Notary Signature

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 6 day of September, 2005.

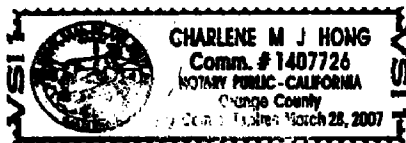
Gregory Allen Wallace
Gregory Allen Wallace

STATE OF CALIFORNIA
COUNTY OF ORANGE } ss.

On 9/6/05, before me, Charlene M J Hong, personally appeared Gregory Allen Wallace personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]



Charlene M J Hong
Notary Signature

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