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PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

James V. Young Kevin R. Pyles
Jason P. Keeven Tony E. Marshall

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

3. Nature of conveyance:

Execution Date(s) September 23, 2005

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

2. Name and address of receiving party(ies)

Name: XG-3D

Street: 2119 Olive Street

City: St. Louis

State: Missouri

Country: USA ZIP: 63103

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

4. Application or patent number(s):

This document is being filed together with a new application.

A. Patent Application No.(s) 29/239,092

B. Patent No.(s) NA

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence should be mailed:

Name: Polster, Lieder, Woodruff & Lucchesi, L.C.

Street Address: 12412 Powerscourt Drive Ste. 200

City: St. Louis State: MO Zip: 63131-3615

Phone Number: 314-238-2400

Fax Number: 314-238-2401

Email Address: patents@patpro.com

6. Total number of applications and patents involved: 1

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

- Authorized to be charged to credit card.
 Authorized to be charged to deposit account.
 Check Enclosed. Any deficiency or overpayment is authorized to be charged or credited to deposit account 162201.
 None required (government interest not affecting title)

8. Payment Information

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit account number: 162201

Authorized User Name Brian J. Gill

9. Signature: Brian J. Gill

Signature

11/30/05
Date

Brian J. Gill, Reg. No 46,727

Total number of pages including cover sheet, attachments and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450.

700227906

PATENT
REEL: 017081 FRAME: 0619

CH \$40.00 162201 29239092

ASSIGNMENT

WHEREAS, We, James V. Young, Kevin R. Pyles, Jason P. Keeven and Tony E. Marshall, citizens of the United States, residents of the County of St. Louis, County of St. Charles, County of St. Louis, County of St. Louis, respectively, State of Missouri, whose post office addresses are 7206 Princeton Avenue, St. Louis, MO 63130, 1515 Harvard Way, St. Charles, MO 63303, 2334 Russell Blvd., St. Louis, MO 63104 and 1760 Thursby Avenue, Kirkwood, MO 63122, respectively, have invented certain improvements in Product Packaging for which we are about to make application for Letters Patent of the United States, identified as Attorney's Docket No. XGAD 9416 US;

AND, WHEREAS, XG-3D, A Missouri Corporation, with offices at 2119 Olive Street, St. Louis, MO 63103, is desirous of acquiring the entire right, title and interest in and to said improvements in Product Packaging and all patent rights therefor;

NOW, THEREFORE, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, we, said James V. Young, Kevin R. Pyles, Jason P. Keeven and Tony E. Marshall, do hereby sell, assign, transfer and set over unto said XG-3D, a Missouri corporation, the entire right, title and interest in and to said improvements, and in and to all Letters Patent and patent rights which may be granted or issued for said improvements, in the United States and all foreign countries, and any reissue, reexamination, continuation, continuation-in-part, division, or extension thereof, the same to be held and enjoyed by said XG-3D, a Missouri corporation, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by us if this Assignment and sale had not been made; and we agree to execute such further applications, declarations, powers of attorney, assignments and other documents as may be necessary or desirable to effectuate this Assignment.

AND WE DO HEREBY authorize and request the Commissioner of Patents and Trademarks to issue that said Letters Patent, when granted, to the said XG-3D, a Missouri corporation, its successors and assigns, as assignees of the entire right, title and interest in and to said improvements, for the sole use and behoof of said XG-3D, a Missouri corporation, and for its successors and assigns, to the full ends of the terms for which Letters Patent may be granted.

AND we further grant to XG-3D, a Missouri corporation, its successors and assigns, the right to claim for any application for patent for said improvements the full benefit of any international agreement between the United States and any foreign country or countries.

AND our attorney is hereby authorized to insert in this Assignment the Serial No. and filing date of said application, when advised thereof, as follows:

Serial No: 29/239092 Filed: 9/26/05

Date: 9-23-05
James V. Young
James V. Young, Inventor

Date: 9-23-05
Kevin R. Pyles
Kevin R. Pyles, Inventor

Date: 9/23/05
Jason P. Keeven
Jason P. Keeven, Inventor

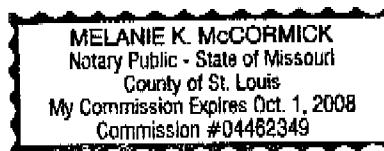
Date: 9/23/05
Fony E. Marshall
Fony E. Marshall, Inventor

STATE OF MISSOURI)
) SS.
COUNTY OF ST. LOUIS)

On this 23rd day of September, 2005, before me, a Notary Public, personally appeared James V. Young, to me known to be the person named in and who executed the above Assignment, and acknowledged to me that he executed the same for the uses and purposes therein mentioned, as his own free act and deed.

Melanie K. McCormick
Notary Public

My Commission Expires: 10/1/08

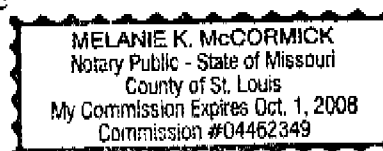


STATE OF MISSOURI)
) SS.
COUNTY OF ST. LOUIS)

On this 23rd day of September, 2005, before me, a Notary Public, personally appeared Kevin R. Pyles, to me known to be the person named in and who executed the above Assignment, and acknowledged to me that he executed the same for the uses and purposes therein mentioned, as his own free act and deed.

Melanie K. McCormick
Notary Public

My Commission Expires: 10/1/08

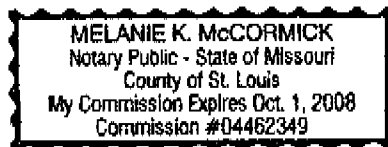


STATE OF MISSOURI)
) SS.
COUNTY OF ST. LOUIS)

On this 23rd day of September, 2005, before me, a Notary Public, personally appeared Jason P. Keeven, to me known to be the person named in and who executed the above Assignment, and acknowledged to me that he executed the same for the uses and purposes therein mentioned, as his own free act and deed.

Melanie K McCormick
Notary Public

My Commission Expires: 10/1/08



STATE OF MISSOURI)
) SS.
COUNTY OF ST. LOUIS)

On this 23rd day of September, 2005, before me, a Notary Public, personally appeared Tony E. Marshall, to me known to be the person named in and who executed the above Assignment, and acknowledged to me that he executed the same for the uses and purposes therein mentioned, as his own free act and deed.

Melanie K McCormick
Notary Public

My Commission Expires: 10/1/08

