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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.

1. Name of conveying party(ies)
 Claude Leonard Benckenstein, Jr.
 David Allen White

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

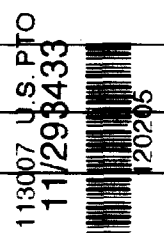
2. Name and address of receiving party(ies)
 Name: Southwest Electronic Energy Corporation
 Internal Address: _____

3. Nature of conveyance/Execution Date(s):
 Execution Date(s) 10/31/05

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

Street Address: 12701 Royal Drive
 City: Stafford
 State: Texas
 Country: USA Zip: 77497

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)
 B. Patent No.(s)

12/12/2005 DBYRME 00000141 501313 11293433
 01 FC:8021 40.00 DA

Additional numbers attached? Yes No

5. Name and address to whom correspondence concerning document should be mailed:
 Name: Buskop Law Group
 Internal Address: _____
 Street Address: 1776 Yorktown Street
Suite 550
 City: Houston
 State: Texas Zip: 77056
 Phone Number: 713-403-7411
 Fax Number: 713-275-3419
 Email Address: _____

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40

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 50-1313
 Authorized User Name Wendy Buskop

9. Signature: W Buskop 12/02/2005
 Signature Date
 Wendy K.B. Buskop
 Name of Person Signing

Total number of pages including cover sheet, attachments, and documents: 3

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

**In re application of: Claude Leonard
Benckenstein, Jr. & David Allen White**

Group Art Unit: Not Assigned

Serial No.: Not Assigned

Examiner: Not Assigned

Filed: Concurrently herein

For: Battery Pack Module

Attorney Docket No.: 1442.01

**TRANSFER OF ASSIGNMENT FOR UN-FILED APPLICATION
FOR UNITED STATES PATENT**

WHEREAS:

I, Claude Leonard Benckenstein, Jr. of 1430 Oyster Point Drive, Sugar Land, Texas 77478, US (hereinafter referred to as ASSIGNOR[S]), have invented and own a certain invention as described in the above identified patent application; and

I, David Allen White, of 315 Paul Revere, Houston, Texas 77024, US (hereinafter referred to as ASSIGNOR[S]), have invented and own a certain invention as described in the above identified patent application; and

WHEREAS:

Southwest Electronic Energy Corporation, of 12701 Royal Drive, Stafford, Texas 77497, US (hereinafter referred to as ASSIGNEE), is desirous of acquiring the entire interest in, to and under said invention and in, to and under Letters Patent or similar legal protection to be obtained therefore in the United States and in any and all foreign countries.

NOW THEREFORE, in consideration of the payment by ASSIGNEE to ASSIGNORS of the sum of One Dollar (\$1.00), the receipt of which is hereby acknowledged, and for other good and valuable consideration, ASSIGNORS hereby sell, assign and transfer to ASSIGNEE the full and exclusive right, title and interest to said invention in the United States and its territorial possessions and in all foreign countries and to all Letters Patent or similar legal protection in the United States and its territorial possessions and in any and all foreign countries to be obtained for said invention by said application or any continuation, division, renewal, substitute or reissue thereof or any legal equivalent thereof in a foreign country for the full term or terms for which the same may be granted.

ASSIGNORS hereby covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment and sale;

ASSIGNORS further covenant that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said application, said invention and said Letters Patent and legal equivalents in foreign countries as may be known and accessible to ASSIGNORS and will testify as to the same in any interference or litigation related thereto and will promptly execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents thereof in any foreign country which may be necessary or desirable to carry out the purposes thereof.

IN WITNESS WHEREOF, I have here unto set hand and seal this:

10/31/05 Claude L. Benckenstein, Jr., ASSIGNOR
(Date) CLAUDE LEONARD BENCKENSTEIN, JR.

10/31/05 David A. White, ASSIGNOR
(Date) DAVID ALLEN WHITE