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FOR VALUE RECEIVED, the receipt of which is hereby acknowledged, the following inventor or inventors (hereinafter called "ASSIGNOR") Paul Schnackenberg 3580 Still Road Cumming, GA 30041

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hereby assign, transfer and sets over, to: Gen-Tran Corporation 88 Mansell Court Roswell, Georgia 30076

(Hereinefter called "ASSIGNEE"), their entire worldwide right, title and interest in and to the Invention known

LOCKOUT DEVICE FOR A TRANSFER SWITCH

for which a United States Patent Application was executed on 12/30/05

and all of their rights and privileges under any Letters Patent which may be granted thereon, including all rights, if any, throughout the entire world to sue for all past infringements which may have occurred before the execution of this

- (1) ASSIGNOR agrees without charge to said ASSIGNEE but at its expense (a) a execute (i) all necessary papers to be used in connection with this application and any additional, continuing, or divisional applications, as the ASSIGNEE may deem necessary or expadient, (ii) all papers in connection with any interference or other legal or quasilegal proceedings relating to this application or any additional, continuing, or divisional application thereof, (iii) all papers and documents which may be necessary in connection with the preparation and filing of any foreign applications or with making claims to priority rights granted under the provisions of the International Convention for Protection of Industrial Property or similar agreements; (b) to cooperate with ASSIGNEE in every way possible in obtaining evidence and going forward in any such proceedings; and (c) to perform all other affirmative acts which may be necessary or desirable to obtain a grant of a valid patent for said invention in any country throughout the world.
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- (3) ASSIGNOR hereby covenants and warrants that they have full right to convey their entire right, title and interest by this instrument, free of any encumbrances and that no other agreement has been or will be executed in conflict herewith.

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