

ASSIGNMENT RECORDATION FORM COVER SHEET *Patents Only*

To: Commissioner for Patents:

Date: May 23, 2006
Attorney Docket No.: 5051-644

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

[1.] North Carolina State University

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

2. Name and address of receiving party(ies):

ZettaCore, Inc.
369 Inverness Parkway
Suite 350
Englewood, Colorado 80112

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date:

[1.] May 8, 2006

4. Application Serial No. 10/698,255

If this document is being filed together with a new application, the execution date of the application is: _____

Additional numbers attached? Yes No

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

Kenneth D. Sibley
Myers Bigel Sibley & Sajovec
P. O. Box 37428
Raleigh NC 27627

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41) \$40.00
 Enclosed
 Authorized to be charged to deposit account

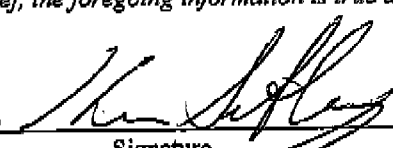
8. Deposit account number: 50-0220

DO NOT USE THIS SPACE

9. Statement and signature

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.

Kenneth D. Sibley (Reg. No. 31,665)



May 23, 2006

Name of Person Signing

Signature

Date

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

CERTIFICATION OF FACSIMILE TRANSMISSION
UNDER 37 CFR § 1.8

I hereby certify that this correspondence is being facsimile transmitted to the U.S. Patent and Trademark Office via facsimile number 571-273-0140 on May 23, 2006.

Amelia Tauchen
Amelia Tauchen

CH \$40.00 500220 10698255

Attorney Docket No. 5051-644

ASSIGNMENT

THIS ASSIGNMENT, made by North Carolina State University (assignor); a constituent institution of The University of North Carolina and an educational institution chartered under the laws of the State of North Carolina, having a principal office at Campus Box 8210, City of Raleigh, County of Wake, State of North Carolina

WITNESSETH: That,

WHEREAS, Robert S. Loewe, a ZettaCore employee and co-inventor of certain new and useful improvements in "Synthesis of phosphono-substituted porphyrin compounds for attachment to metal oxide surfaces" for which U.S. Application No. 101698,255 was filed on October 31, 2003 in the United States Patent and Trademark Office, mistakenly assigned his entire right, title, and interest to North Carolina State University; and

WHEREAS, ZettaCore, Inc., a Delaware corporation having a principal place of business at 369 Inverness Parkway, Suite 350, Englewood, Colorado 801 12, hereinafter referred to as assignee, is desirous of acquiring an undivided interest in and to said invention as described in said Letters Patent that corresponds to and is coexistent with the interest that Robert S. Loewe mistakenly assigned to North Carolina State University;

NOW, THEREFORE, To All Whom It May Concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the above assignor has sold and by these presents does hereby sell, assign, transfer, and convey unto the said assignee, its successors and assigns, an undivided interest in and to the said invention and application that corresponds to and is coexistent with the interest that Robert S. Loewe mistakenly assigned to North Carolina State University, and in and to any and all continuations, continuations-in-part, or divisions thereof, and in and to any and all Letters Patent of the United States of America and all foreign countries or reissues or other forms of protection thereof which may be granted therefor or thereon, for the full end of the term for which said Letters Patent may be granted along with any term extensions thereon or therefor, together with the right to claim the priority of said application in all foreign countries in accordance with the International Convention, the same to be held and enjoyed by said assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by assignor if this assignment and sale had not been made.

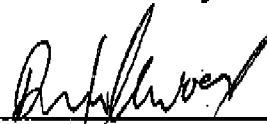
Attorney Docket No. 5051-644

The assignor hereby requests that said Letters Patent be issued in accordance with this assignment.

The assignor further covenants and agrees that, at the time of the execution and delivery of these presents, it possesses full title to the invention and patent application thereon as earlier identified, and that it has the unencumbered right and authority to make this assignment.

The assignor further covenants and agrees to promptly communicate to said assignee or its representatives any facts known to the assignor relating to said invention, to testify in any interference or legal proceedings involving said invention, to execute any additional papers which may be requested to confirm the right of the assignee, its representatives, successors, or assigns to secure patent or similar protection for the said invention in all countries, without further compensation; and the assignor hereby instructs, and further covenants and agrees to bind its legal representatives and assigns, to do same, without further compensation.

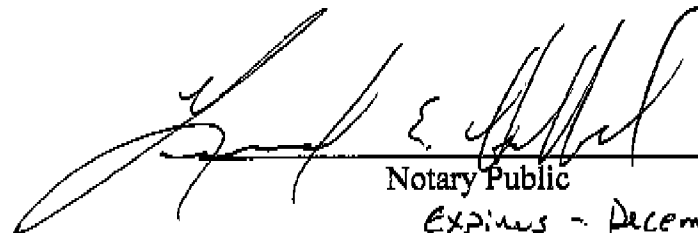
North Carolina State University

Signature: 
Dr. David Winwood

Title: Associate Vice Chancellor, Technology
Development & Innovation

Date: 5-8-06

Before me personally appeared David Winwood, to me known to be the person described in and who executed the foregoing instrument, and s/he acknowledged to me that s/he executed the same for the purposes therein stated, this 8th day of MAY, 2006.


Notary Public
Expires - December 21, 2009