

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Sale
CONVEYING PARTY DATA	
Name	Execution Date
William Street Properties, Inc.	07/20/2005
RECEIVING PARTY DATA	
Name:	Convergent Living, Inc.
Street Address:	400 Corporate Circle, Suite O
City:	Golden
State/Country:	COLORADO
Postal Code:	80401
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	10820426
CORRESPONDENCE DATA	
Fax Number:	(720)406-5301
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	720-406-5300
Email:	jcschubert@hhlaw.com
Correspondent Name:	Kent A. Lembke
Address Line 1:	1470 Walnut Street, Suite 200
Address Line 4:	Boulder, COLORADO 80302
ATTORNEY DOCKET NUMBER:	87056.0003.001
NAME OF SUBMITTER:	Kent A. Lembke
Total Attachments: 7 source=DOC030#page1.tif source=DOC030#page2.tif source=DOC030#page3.tif source=DOC030#page4.tif source=DOC030#page5.tif	

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BILL OF SALE

William Street Properties, Inc., a Kansas corporation ("Seller"), for and in consideration of the payment of the sum of \$150,000.00 and other good and valuable consideration, the receipt of which is hereby acknowledged, does hereby grant, bargain, sell, and transfer to Convergent Living, Inc., a Colorado corporation ("Buyer"), all right, title and interest in and to that certain property described on Exhibit "A" attached hereto and incorporated herein by reference (the "Property"),

TO HAVE AND TO HOLD, all and singular, said Property unto said Buyer, and its successors and assigns, to its own use forever, subject to the following:


Seller warrants that it is the lawful owner in every respect of all the herein described property and that it is free and clear of any and all liens, security agreements, financing statements, encumbrances, claims, demands, and charges of every kind of character whatsoever, except for the security interest in the Property reserved to Seller pursuant to that certain Asset Purchase Agreement dated July 18, 2005, by and between Seller and Buyer, which Agreement is incorporated herein by reference. Notwithstanding the foregoing, Seller sells and transfers the Property in its current location and condition, "AS IS-WHERE IS", with no other warranty, including, without limitation, for fitness for a particular purpose.

The Property does not include the rights, claims, defenses and causes in any litigation matters in which CorAccess Systems, LLC is a party.

Seller hereby binds itself and its successors to warrant and defend title to all the Property unto the Buyer, and its successors and assigns, forever, against every person whomsoever lawfully claiming or to claim such Property described herein as of the date hereof. This Bill of Sale is executed and effective as of July 20, 2005.

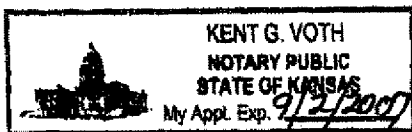
SELLER:


William Street Properties, Inc.

By: 
Donald C. Slawson, President *DCS*

STATE OF KANSAS)
COUNTY OF SEDGWICK)

The foregoing Bill of Sale was acknowledged before me by Donald C. Slawson, as President of William Street Properties, Inc., a Kansas corporation, on the 20th day of July, 2005.




Notary Public
My Commission Expires: 9/2/2007

\$150,000.00
Wichita, Kansas
July 20, 2005

PROMISSORY NOTE

For value received, Convergent Living, Inc. a Colorado corporation, with an address of 400 Corporate Circle, Suite O, Golden, Colorado 80401 ("Borrower"), hereby promises to pay to the order of William Street Properties, Inc., a Kansas corporation ("Lender"), the principal amount of One Hundred Fifty Thousand Dollars and no/100 (\$150,000.00), together with interest thereon at 3.79% per annum, in thirty-six (36) consecutive monthly installments of interest only commencing on the first day of August, 2005, and on the first day of each month thereafter. On the first day of the thirty-sixth (36th) month, the remainder of principal and interest shall be due and payable in one final payment. Payments shall be made to Lender at: William Street Properties, Inc.; Attention: Accounting; P. O. Box 2907; Wichita, KS 67201-2907.

This Note is secured by a security interest granted to Lender by Borrower in that certain Property described in the "Asset Purchase Agreement and Security Agreement" between Lender and Borrower executed on this date ("Agreement"), which Agreement is incorporated in this Note by reference.

If Borrower fails to pay any amount when and as required under this Note or fails to perform any other obligation under the Agreement, then all unpaid amounts under this Note shall, at Lender's option, become immediately due and payable and in addition, Lender shall be entitled to any and all remedies available under the laws of the state of Kansas. If an attorney is retained by Lender to collect this Note and/or to enforce the terms of the Agreement, then Lender shall also be entitled to have its reasonable attorneys' fees and legal expenses reimbursed by Borrower.

Borrower acknowledges and agrees that this Note and the Agreement shall be construed together, and enforced pursuant to the laws of the state of Kansas, and that all actions shall be brought in any court having jurisdiction that is located in Wichita, Kansas. Borrower further acknowledges and agrees that this Note and the Agreement are entered into for business purposes only and not for any personal, agricultural, or consumer purpose.

This Promissory Note is dated, signed and delivered to Lender on July 20, 2005.

Borrower:
Convergent Living, Inc.


By: 
Craig A. Slawson, President

Exhibit "A"**CorAccess Systems Inventory Listing****Quantity Item Description****LOFT**

- 1 Lot of cardboard shipping boxes, styrofoam
- 1 Lot of Wondermat anti-fatigue mats
- 1 Black & Decker cordless drill

BACK ROOM

- 1 Trade show booth located in two hard containers
- 1 Four wheel red double level warehouse cart
- 1 Broom and dust pan
- 1 Lot of cardboard shipping boxes, styrofoam
- 1 Mettler Toledo digital shipping scale
- 1 Homemade particle board bench
- 1 Lot of shipping tape, liners
- 1 Small lot of hand tools, nuts and bolts
- 1 Lot of Xerox copy paper
- 1 Six foot folding table
- 1 Four wheel folding to two wheel dolly
- 1 Gray with black five star drafting stool, single pneumatic
- 1 Approximate 5'X6' whiteboard
- 1 Uline tape gun
- 1 Parts bin organizer with office supplies
- 1 Gray bulletin board
- 1 Verifone Tranz 330 credit card validator
- 1 Clone personal computer, 31/2", Compaq V70 monitor, keyboard, mouse, Metrologic scanner, Brother HL-1440 laser printer, Brother P Touch ProXL labeler
- 1 Panasonic XDP black telephone deskset
- 1 Lot of office supplies
- 1 Johnson & Johnson small first aid kit
- 1 Lot of straps, power brackets, screw packs, backbox wings, central panels, pc cards, flash disks, MiniPiugo cables and other parts
- 1 Lot of shrink wrap/dispenser
- 1 Green waste receptacle
- 1 White two step folding step stool
- 1 Holmes white portable heater
- 1 White box fan
- 1 Radio Shack soldering iron

BACK OFFICES

- 8 Approximate 5' height brown with chrome wall panels
- 1 Panasonic off white XDP no display telephone deskset
- 1 Brown junior executive with black steno chair no casters
- 2 Black highback with black executive five star chair, single pneumatic
- 3 Gray corner workstation with single door storage, keyboard pullout
- 1 Lot of power strips
- 1 Dell 14" computer monitor, Compaq keyboard, mouse
- 1 Lot of adapters, parts, PC cards, cables, brackets, boards, samples, parts
- 1 Brown desk lamp
- 1 Small whiteboard
- 1 Lot of office supplies
- 1 Six foot oak seven shelf bookcase
- 1 Blue four star chrome steno chair

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- 2 White desk lamps
 - 4 Panasonic XDP black telephone desksets, no display
 - 1 Plastic four drawer caddy with black trim
 - 2 MSI and clone tower, 3 1/2", CD, Dell Optiplex Pentium II Gxa desktop, (2) keyboards, Dell monitor
 - 1 Sperry DM-4100A
 - 1 Approximate 3'X4' whiteboard
 - 1 Gray highback with black base executive five star chair
 - 1 Clone Celeron system, 56X CD, 3 1/2", AcerView 56c monitor, (2) keyboards and mouse
 - 1 Netgear switch
 - 1 KVM Emulation switch
 - 1 Data transfer switch
 - 2 RCA speakers, iMerge S2000 audio system, Pioneer DV-F07 Elite DVD player, iMerge S1000 hard disk audio system, ReQuest NitroPro digital music server, Turtle Beach Audio Trim, Denon DRA-295 stereo receiver, Vantage Theatre Point
 - 1 Lot of waste receptacles
 - 1 Alex Art Center white wire five level display rack
 - 1 Kenwood KR-A4040 AM/FM stereo receiver, Symphonic five disc CD changer CD5800
 - 1 3COM LinkBuilder FMSII
 - 1 Sidekick
 - 1 Six foot six shelf particle board adjustable bookcase
 - 1 Lot of CDs assorted manuals, no transfer of rights
 - 1 Lot of power supplies
 - 2 Double pedestal gray laminate desks, laminate damage on both, (1) with credenza
 - 1 Gray with black five star junior executive chair
 - 1 Hewlett Packard Vectra VL shell
 - 1 Epson Stylus C80 printer
 - 1 ViewSonic 17GS computer monitor
 - 1 LinkSys wireless access router
 - 1 Lot of hard drives
 - 1 Double pedestal traditional laminate desk
 - 1 Gateway EV700 monitor, Pionex tower, (2) CD drive, 3 1/2"
 - 2 GE white telephones
 - 1 Six foot folding table
 - 1 Gray with black stack side chair
 - 1 Dell Optiplex Pentium III GX300, CD, DVD, 3 1/2", Dell Trinitron monitor 17", keyboard, mouse, multimedia
 - 1 Transformer
 - 1 ZPR68-10 six zone B source preamp Kantech
 - 1 LiteTouch 5000LC
 - 1 Lutron display station
 - 1 Black computer chair
 - 1 Goldstar laminate office refrigerator
 - 1 Eight foot approximate gray laminate bookcase, laminate damage
 - 1 Computer software manuals
 - 1 Black with chrome highback five star executive chair
 - 1 Five foot folding table
 - 1 Denon DCM-300
 - 1 Computer V75 monitor, keyboard, mouse, ASLIS tower, cover off of unit, Netgear HUB
- BACK INDIVIDUAL OFFICE
- 1 Approximate 3'X4' whiteboard
 - 1 Burgundy with wooden arm side chair

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- 1 Quartet bulletin board
- 1 Panasonic KX-T7431 black display telephone deskset
- 1 Traditional double pedestal desk
- 1 Gray with black executive five star chair
- 1 Six foot white five shelf bookcase
- 1 Dlink 2.4 GHz wireless adapter
- 1 Small amount of parts

SERVER ROOM

- 1 Six foot chrome NSF shelving unit
- 1 Lexmark Optra E 312L laser printer
- 1 Hewlett Packard 920 plain paper fax machine
- 2 Orange portable toolboxes/tools
- 1 Panasonic TVS110 voice programmable KX-TVS110; 8 EXT digital super hybrid telephone system
- 1 Sony CFD-5200 CD cassette corder
- 1 Trippite surge protector
- 1 Particle board five shelf tower stand
- 1 14" computer monitor
- 3 CD stereo clock radios
- 1 APC power backup unit
- 1 Hewlett Packard Pavilion tower, CD, 31/2"
- 1 Gray hard case with (2) Netgear fast ethernet switch, 16 port ethernet switch, MIX 24 port switch and other switch

SIDE OFFICE

- 3 Seven foot oak bookcases, (2) with 11 shelves, (1) with 12 shelf
- 3 Gray double pedestal laminate desks
- 1 General fireproof four drawer letter filing cabinet
- 1 Lot of office supplies
- 2 US poster maps
- 2 Panasonic white non display telephones
- 1 Blue armed with chrome base five star junior executive chair
- 1 Black with black base highback five star executive chair
- 1 Black wire file caddy
- 1 Lot of trash receptacles
- 2 White wire display units, glass shelves
- 1 Samsung ML-2151N laser printer
- 1 Lot of wall displays
- 6 Five foot brown panels with chrome accents
- 1 Gray executive with wooden base five star steno chair, damaged
- 1 Celeron laptop Ashton digital
- 2 Whiteboards
- 2 CD stereo clock radios
- 1 Dink DSH-8 switch
- 1 Clip black lamp
- 1 Chrome easel
- 1 MZO multizone controller in box
- 1 GE white telephone
- 3 Panasonic black non display telephone desksets
- 1 Zone! ZFS3010 10 port switcher
- 1 Green cushion with wicker frame barrelback chair
- 1 Lot of adapters, brackets, cabling, samples
- 1 Cisco Altonet 1100 wireless access printer

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- 1 Two drawer light duty tan letter filing cabinet
- 1 Dirt Devil Ultra hand held vacuum
- 1 Black tabletop fan
- 4 Black and red containers, displays
- 2 Gray five star armed chairs with wooden base, single pneumatic
- 1 Futura 14" monitor, clone desktop
- 1 Sony with remote 60 disc CD changer
- 1 Rayovac 3 in 1 battery charger
- 1 Gray with black frame side stack chair
- 1 Hand pump
- 1 Bulletin board/chrome border
- 1 Low Radiation monitor

RESTROOMS

- 1 Lot of trash receptacles
- 1 V Vigil framed poster
- 1 Paper towel dispenser

KITCHEN

- 1 Sunbeam white coffeemaker
- 1 Sharp Carousel microwave oven
- 1 Ulino office refrigerator with ice bin
- 1 Lot of paper goods, condiments

FRONT OFFICE

- 1 3'X4' approximate whiteboard
- 1 Black with chrome single pneumatic steno chair, no casters
- 1 Gray laminate double pedestal desk
- 1 White display rack
- 1 Chrome trash receptacle
- 1 Six foot white five shelf bookcase
- 1 Black executive with chrome five star chair, single pneumatic
- 1 Approximate 3'X6' whiteboard
- 1 Lot of chairmats throughout facility
- 1 Assorted samples

CONFERENCE ROOM

- 1 Approximate 10' gray two tone conference table, double gray base, marble top with eight black highback executive chairs, single pneumatic, credenza
- 1 Panasonic white non display telephone
- 1 Black metal display stand
- 1 Five foot folding table
- 1 Hitachi VK-C350 color video camera
- 1 Axis 2400 video
- 2 Panasonic KX-HCM10 cameras
- 1 Sidelick
- 2 MicroTouch 3M touch screen computer panel
- 1 Freeboard, Versapoint and other keyboards
- 1 Compose PLC light control system
- 1 USTec tee center, digital
- 1 White floor lamp
- 1 White oscillating fan
- 1 Approximate 4'X6' whiteboard
- 1 Companion and other displays
- 1 Coffee carafe
- 1 Particle board two tier magazine rack

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- 1 Audio Mate sign, display
- 2 Sony speakers, Pioneer DV-656A DVD player, SpeakerCraft MZC-86, BusReady Uno AV 6.6, Multizone controller, iMerge S1000 hard disk audio system, Global Cache GC-100, power surge, remote

FRONT RECEPTION AREA

- 1 Multitone gray reception counter
- 1 Green cushion with wicker frame barrelback chair
- 1 CorAccess floormat
- 1 White side table
- 1 Decorative framed oil painting
- 1 Display panels, no curio cabinets and they are owned personally
- 1 Panasonic KX-T7455 reception telephone with console
- 1 Black with black base junior executive chair
- 1 Lot of office supplies
- 1 Sanyo AlphaScan 411 monitor, keyboard, mouse, Dell Optiplex GX100 desktop
- 1 Patton heater
- 1 Brown desk lamp
- 1 Timex clock
- 1 Live plant
- 1 Artificial hanging plant

SIDE OFFICE BY REAR RESTROOM

- 1 Gray double pedestal laminate desk, damaged laminate
- 1 Panasonic white nondisplay telephone deskset
- 1 Oak with stained glass decorative bookcase
- 3 Picture frames
- 1 Gray with chrome five star junior executive chair
- 2 Gray with black base five star steno chairs, single pneumatic
- 1 Approximate 3'X4' whiteboard

WORK IN PROGRESS

- 1 Amigo prototype, plastics, components
- 2 Hitachi webpads

INTELLECTUAL PROPERTY

- 1 Interface/GUI design
- 1 Preintegrated drivers
- 2 Patents (pending)
- 1 MACR source code
- 1 Live OEM.

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