To the Director of the U.S. Patent and Irademax United: Preside return to measure occuments or the new address(es) below.  1. Name of conveying party(lee)  STEP HEP DA-FORTH  SCOTT HEIMERMAN DA-Additional name(s) of conveying party(lee) attached? Yes No  3. Nature of conveyance/Execution Date(s): Execution Date(s) APRIL 1, 2008  Assignment Merger Security Agreement Change of Name Joint Research Agreement Executive Order 9424, Confirmatory License Other Additional number(s):  4. Application or patent number(s):  Additional numbers attached? Yes No  5. Name and address to whom correspondence concerning document should be mailed: Name: JAMES KASAFRAPR Internal Address:  Street Address: 1934 5.12 th Street  Additional number of applications and patents attached? Yes No  5. Total number of applications and patents attached? Yes No  5. Note and address to whom correspondence concerning document should be mailed: Name: JAMES KASAFRAPR Internal Address:  Street Address: 1934 5.12 th Street  Additional numbers attached? Yes No  5. Total number of applications and patents involved:  7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.0000000000000000000000000000000000	Form PTO-1595 (Rev. 08/05) OMB No. 0651-0027 (exp. 6/30/2008)	- 2008 U.S. DEPARTMENT OF COMMERCE <u>United States Patent and Trademark Office</u>			
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Additional name(s) of conveying party(ies) attached? Yes No  3. Nature of conveyance/Execution Date(s): Execution Date(s) APRIL   , 2008  Assignment	STEPHEN DANFORTH	Name: I-BUY INCORPORATED			
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Joint Research Agreement   Government Interest Assignment   Executive Order 9424, Confirmatory License   Other   Additional name(s) & address(es) attached?   Yes   No		City: SHEBUYGAN			
Government Interest Assignment  Executive Order 9424, Confirmatory License Other  Additional name(s) & address(es) attached? Yes No  Additional name(s) & address(es) attached? Yes No  B. Patent Application No.(s)  7, 110, 976,  Additional numbers attached? Yes No  5. Name and address to whom correspondence concerning document should be mailed: Name: JAMES KASAFROFR  Internal Address:  Internal Address: 1934 S. 1245 STREET  Street Address: 1934 S. 1245 STREET  City: SHEGOYGAN  State: INISCONSIN Zip: 53081  Phone Number: 9A00 627-0383  Fax Number: Email Address:  9. Signature:  JAMES KASAFROFR  Signature  Country: UNITO STATES Zip: 53081  Additional name(s) & address(es) attached? Yes No  B. Patent No.(s)  6. Total number of applications and patents involved: Involved		State: WISCOYSIN			
Executive Order 9424, Confirmatory License   Additional name(s) & address(es) attached?   Yes   No	Government Interest Assignment				
4. Application or patent number(s):  A. Patent Application No.(s)  7, 110, 976,  Additional numbers attached? Yes No  5. Name and address to whom correspondence concerning document should be mailed:  Name: JAMES KASKRUER  Internal Address: 7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00    Internal Address: 9. Signature  City: SHEGOYGAN  State: NISCONSIN Zip: 53091  Phone Number: 9. Signature  JAMES M. KASKRUER  James	Executive Order 9424, Confirmatory License	Country. Apriles Sittles Zip. 3304)			
A. Patent Application No.(s)  7, 110, 976,  Additional numbers attached? Yes No  5. Name and address to whom correspondence concerning document should be mailed:  Name: JAMES KASAFROFR  Internal Address: Ashrofro Authorized to be charged by credit card Authorized to be charged to deposit account  Street Address: 1934 5.12 th Street  City: Street Address: None required (government interest not affecting title)  City: Street None Number: 1930 637 - 0383  Phone Number: 1930 637 - 0383  Fax Number: Authorized User Name  Signature: Signature  JAMES M. KASAFROFR  Total number of applications and patents  involved: 7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00  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  Authorized User Name  JAMES M. KASAFROFR  Total number of pages including cover yesheet, attachments, and documents: 4	Other	Additional name(s) & address(es) attached? Yes No			
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Additional numbers attached? Yes No  5. Name and address to whom correspondence concerning document should be mailed:  Name: JAMES KASREGER  Internal Address:					
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5. Name and address to whom correspondence concerning document should be mailed:  Name:					
Involved:   Same:   AMES   KASBERGER   Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00					
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City: SHEBOYGAN  State: NISCONSIN Zip: 53081  Phone Number: (920) 627 - 0383  Fax Number: Email Address:  9. Signature: Signature  JAMES M. KASBERGER Total number of pages including cover sheet, attachments, and documents:	Street Address: 1934 5. 12th STREET	l <u>Z</u>			
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Name of Person Signing 184/18/0988 557NI 58886676 /1189/6  Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  185/18/0988 557NIT	Name of Person Signing	sheet, attachments, and documents:			

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## Assignment

Scott A. Heimermann and Stephen Danforth (hereinafter, the "Assignors") are patentees and owners of United States Patent No. 7,110,976, dated September 19, 2006, and titled: "Centralized, Requisition-Driven, Order Formulating, E-Procurement Method Using Reverse Auction" (hereinafter, the "Patent"). I-Buy, Incorporated, a Minnesota corporation (hereinafter, the "Assignee") desires to acquire rights in and to the Patent.

Therefore, in consideration of the contractual promise of Assignee to fulfill at least one of the alternative conditions set forth below herein, Assignors assign to Assignee the following interests in the Patent:

- 1. Unconditionally: a tenancy-for-years in the Patent from the date hereof through March 31, 2011; and
- 2. Upon fulfillment by Assignee before the end of March 31, 2011, of either of two conditions: either
- (a) that Assignee has obtained at least \$20,000,000 in cash and/or cash-equivalents as capitalization of said Assignee, I-Buy, Inc.; or
- (b) that Assignee has produced net profits in the latest two fiscal quarter-years preceding and ending on March 31, 2011:

all of Assignors' right, title and interest, in fee simple, in the Patent and in its underlying invention for the entire term of the Patent and any reissues or extensions and for the entire term of any patents, reissues, or extensions that may issue from any foreign applications, divisions, continuations in whole or part, or substitute applications filed claiming the benefit of the Patent as

PATENT REEL: 020783 FRAME: 0765 well as any priority rights resulting from patent application filings. The right, title, and interest conditionally conveyed in fee simple by this Assignment is to be held and enjoyed by Assignee and Assignee's successors after timely fulfillment of either of the two alternative conditions set forth above as fully and exclusively as it would have been held and enjoyed by Assignors had this Assignment not been made.

Assignors further agree to: (a) cooperate with Assignee in the protection of the patent rights, and in prosecution and protection of foreign counterparts; (b) execute, verify, acknowledge, and deliver all such further papers, including patent applications and instruments of transfer; and (c) perform such other acts as Assignee lawfully may request to obtain or maintain the Patent and any and all applications and registrations for the invention in any and all countries.

Effective date: April 1, 2008.

Assignor Scott A. Heimermann:

Scott A. Heimermann

## Acknowledgement

On this date, March \_\_\_\_, 2008, before the undersigned Notary Public, personally appeared ASSIGNOR Scott A. Heimermann, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the foregoing Assignment, and acknowledged to me that he executed the same. WITNESS my hand and official seal in \_\_\_\_\_\_ County of Wisconsin on the date set forth in this Acknowledgement.

Notary	Public	
NULAL	LUDZZZ	

Assignor Stephen Danforth:

Stephen Danforth

## **Acknowledgement**

On this date, March 5, 2008, before the undersigned Notary Public, personally appeared ASSIGNOR Stephen Danforth, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the foregoing Assignment, and acknowledged to me that he executed the same. WITNESS my hand and official seal in \_\_\_\_\_\_ County of Minnesota on the date set forth in this Acknowledgement.

JENNIFER A. LENDE
Notary Public-Minneacta
My Commission Engine Jan 21, 2012

Notary Public

- 3 -