

Atty Docket No.: 312320US56SD

FORM PTO-1595
06-04

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1. Name of conveying party(ies):

GPS Sports L.L.C.

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

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

Name: SkyHawke Technologies, LLC

Address: 274 Commerce Park Drive, Suite M
Ridgeland, Mississippi 39157

3. Nature of Conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: March 22, 2008

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

4. Application number(s) or patent number(s):

This document is being filed together with a new application

A. Patent Application No.(s)

B. Patent No.(s)

6,456,938

Additional numbers attached? Yes No

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

Customer Number

22850

Tel (703) 413-3000
Fax (703) 413-2220

6. Total applications and patents involved: 1

7. Total fee (37 CFR 3.41): \$40.00

- Enclosed
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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.

Richard T. Matthews

Name of Person Signing



Signature

5/2/08

Date

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OP \$40.00 6456938

Assignment of U.S. Patent No. 6,456,938 by GPS Sports L.L.C.

WHEREAS, GPS Sports L.L.C. of 8 Parkview Road, Marshall, Illinois 62441, a limited liability company organized and existing under the laws of the State of Illinois, is the exclusive owner, by assignment, of the Letters Patent of the United States of America No. 6,456,938 issued on September 24, 2002 (hereinafter referred to as "the '938 Patent" and "Letters Patent"); and

WHEREAS, SkyHawke Technologies, LLC of 274 Commerce Park drive, Suite M, Ridgeland, Mississippi 39157, a limited liability company organized and existing under the laws of the State of Mississippi (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the entire right, title and interest in and to said Letters Patent;

NOW, THEREFORE, in consideration of the sum of FIVE DOLLARS (\$5.00) and other valuable consideration, the receipt of which is hereby acknowledged, GPS Sports L.L.C. by these presents do sell, assign, and transfer unto ASSIGNEE the entire right, title and interest for the territory of the United States of America, including the right to sue under the '938 Patent and collect damages, for past, present and/or future infringement, in and to the aforesaid Letters Patent and the invention described therein, and any reissue or reissues of said Letters Patent to the full end of the term for which said Letters Patent have been granted or reissues may be granted, said invention and Letters Patent to be held and enjoyed by the ASSIGNEE for the use and behoof of said ASSIGNEE, and for the use and behoof of their successors, assigns or other legal representatives, and for claims for damage by reasons of infringement past and present, as fully and entirely as the same would have been held by us had this Assignment and sale not been made.

In testimony whereof, Seller has caused this assignment to be signed by its duly authorized officer this 22nd day of March, 2008.

GPS Sports L.L.C.

By: Kent D. Barnard
Kent D. Barnard, President

COUNTY OF Wheeler)
STATE OF Illinois)

On March 22, 2008, before me, the undersigned, a notary public in and for said state and county, personally appeared Kent D. Barnard, personally known to me (or proved to me on the basis of satisfactory evidence), to be the person who executed the within instrument as the president, on behalf of GPS SPORTS L.L.C., an Illinois limited liability company, and acknowledged to me that said instrument was signed in behalf of said limited liability company by authority of its members and/or managers, and he acknowledged said instrument to be the free act and deed of said limited liability company.

WITNESS MY HAND AND OFFICIAL SEAL.

(NOTARIAL STAMP OR SEAL)

Linda Friend
Notary Public

My Commission Expires: 11-20-08

