

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
Q2100, Inc.	11/06/2006

RECEIVING PARTY DATA	
Name:	Financial Resource Associates, Inc.
Street Address:	10901 Reed Hartman Hwy.
Internal Address:	Suite 320
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45242

PROPERTY NUMBERS Total: 25

Property Type	Number
Patent Number:	5689324
Patent Number:	5989462
Patent Number:	6105925
Patent Number:	6171528
Patent Number:	6174155
Patent Number:	6201037
Patent Number:	6206673
Patent Number:	6241505
Patent Number:	6284159
Patent Number:	6331058
Patent Number:	6367928
Patent Number:	6416307
Patent Number:	6419873
Patent Number:	6451226

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Patent Number:	6478990
Patent Number:	6579478
Patent Number:	6612828
Patent Number:	6632535
Patent Number:	6673278
Patent Number:	6698708
Patent Number:	6786598
Patent Number:	6926510
Patent Number:	6939899
Patent Number:	6964479
Application Number:	11203422

CORRESPONDENCE DATA

Fax Number: (512)853-8801
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 512-853-8891
Email: jpitre@intprop.com
Correspondent Name: Meyertons, Hood et al.
Address Line 1: 700 Lavaca
Address Line 2: Suite 800
Address Line 4: Austin, TEXAS 78701

ATTORNEY DOCKET NUMBER:	6158-00000
NAME OF SUBMITTER:	Eric B. Meyertons

Total Attachments: 5
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FILED IN OFFICE

EXHIBIT 1

COPY

NOV 09 2006

Robbie Holcomb, Clerk ODC HOLDINGS, INC.
BY _____ D.C.

DEED OF ASSIGNMENT FOR THE BENEFIT OF CREDITORS

This DEED OF ASSIGNMENT FOR THE BENEFIT OF CREDITORS is made by ODC Holdings, Inc. (the "Company"), a Delaware corporation with a principal place of business in the City of Louisville, County of Jefferson, Commonwealth of Kentucky. The Company, being indebted to creditors and unable to pay said debts, and pursuant to a resolution adopted and passed by the board of directors of the Company, desires to convey all of its property in trust for the benefit of its creditors in accordance with KRS Chapter 379.00, to wit:

Now, therefore, the Company hereby grants, assigns, transfers, and sets-over to Financial Resource Associates, Inc. of Cincinnati, Ohio, an Ohio Corporation (the "Assignee"), for the benefit of all the Company's creditors, title to all property of any description, real and personal, including all interest in Optical Dynamics Corporation and Q2100 and all property belonging to same, along with all deeds, books and papers relating thereto, belonging to the Company, wherever the same may be situated, except such property as is by law exempt from execution; to have and to hold the same unto said Assignee in trust, to sell and dispose of said real and personal property, and to collect, sue for, and demand, receive and recover all such sums of money as may or may become due, owing, and payable on any promissory notes, debts, chose in action, evidences of debt, claims, and demands, and then in trust to apply the proceeds arising from them as follows:

First: To pay the reasonable costs and expenses (including legal fees and court costs) of executing and administering the trust hereby created, including reasonable compensation to Assignee for its services.

ODC HOLDINGS, INC.**DEED OF ASSIGNMENT FOR THE BENEFIT OF CREDITORS**

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First: To pay the reasonable costs and expenses (including legal fees and court costs) of executing and administering the trust hereby created, including reasonable compensation to Assignee for its services.

Second: To pay creditors the sums that may be due and owing to them from the Company; provided, however, that if there shall not be sufficient funds with which to pay all said debts, then the said debts are to be paid ratably and in proportion, in accordance with KRS § 379.010(1) and with the priorities as set forth in Chapter 379.00 of the Kentucky Revised Statutes.

Third: If the proceeds shall be more than sufficient to pay and satisfy every one of the Company's creditors, then to pay and return to the Company the balance that may be left, if any, after paying all of the Company's creditors.

The Company hereby nominates, constitutes, and appoints Assignee the Company's true and lawful attorney to execute the trust hereby created; giving and granting unto said Assignee full power and authority to do and perform every act and deed, and thing necessary in connection with the execution of this trust as fully and to all intents and purposes as allowed by Kentucky Revised Statute § 379.010, *et seq.* and as the Company might or could do if this assignment had not been made, with full power of substitution and revocation, hereby ratifying and confirming all that Assignee or Assignee's substitute may lawfully do or cause to be done by virtue hereof.

Unless otherwise ordered by the Jefferson County Civil District Court, pursuant to KRS § 379.030, no bond shall be required of the Assignee for the faithful performance of the Assignee's duties in connection with the execution of this trust.

IN WITNESS WHEREOF, Charles M. Johnson, President and CEO, ODC Holdings, Inc. has hereunto set his hand this 6 day of November, 2006.

Signed and acknowledged by:

ODC Holdings, Inc.

By:

Charles M. Johnson
Charles M. Johnson, President and CEO

COMMONWEALTH OF KENTUCKY)

)

SS:

COUNTY OF JEFFERSON)

)

Before me, the Subscriber, a Notary Public in and for said County and Commonwealth, personally appeared, Charles M. Johnson, President and CEO of ODC Holdings, Inc., a Delaware corporation, who acknowledged he did sign said instrument as such officer, and that execution of said instrument is his free and voluntary act and deed individually and as such officer, and the free and voluntary act and deed of ODC Holdings, Inc.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my Notarial Seal this 6 day of November, 2006.


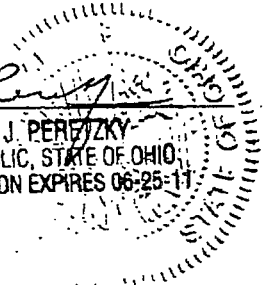
Timberly Keller
Notary Public



STATE OF OHIO
COMMONWEALTH OF KENTUCKY)
COUNTY OF HAMILTON) SS:
~~COUNTY OF JEFFERSON~~)

Before me, the Subscriber, a Notary Public in and for said County and Commonwealth, personally appeared, Charles M. Johnson, President and CEO of ODC Holdings, Inc., a Delaware corporation, who acknowledged he did sign said instrument as such officer, and that execution of said instrument is his free and voluntary act and deed individually and as such officer, and the free and voluntary act and deed of ODC Holdings, Inc.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my Notarial Seal this 3 day of November, 2006.

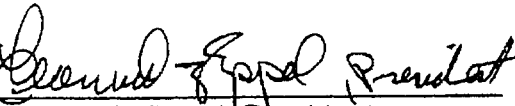

Notary Public **JAMES J. PERETZKY**
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES 06-25-11


ACCEPTANCE BY ASSIGNEE

Leonard Z. Eppel of Financial Resource Associates, Inc. of Cincinnati, Ohio, an Ohio Corporation, hereby accepts the trust created by the above instrument, and agrees to faithfully perform the same.

Financial Resource Associates, Inc. of Cincinnati, OH

Date: 11/3/06

By: 
Leonard Z. Eppel, President

Prepared by:



Patrick Burns
Dinsmore & Shohl LLP
255 East Fifth Street
Suite 1900
Cincinnati, Ohio 45202