

RECORDATION FORM COVER SHEET PATENTS ONLY

Patent and Trademark Office

Atty Ref/Docket No.: 2405.001US1

To the Director of the U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

J. P. Doffing, Mary Ryan, Scott Emkovik, Paul Volker

Additional name(s) of conveying party(ies) attached?

[] Yes [X] No

3. Nature of conveyance:

[X] Assignment [] Merger

[] Security Agreement [] Change of Name

[] Other

Execution Date: January 15, 2010, January 18, 2010,
January 18, 2010, January 16, 2010

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

Name: The Runway Club, Inc.

Street Address: 212 Third Avenue North
Suite 586City: Minneapolis State: MN Zip: 55401
Country: United States of AmericaAdditional name(s) & address(es) attached? [] Yes
[X] No

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

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

A. Patent Application No.(s)

B. Patent No.(s)

Serial No. 11/463,336, filed August 9, 2006

Additional numbers attached? [] Yes [X] No

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

Name: Bradley A. Forrest

Address:

Schwegman, Lundberg & Woessner, P.A.
P.O. Box 2938
Minneapolis, MN 55402--09386. Total number of applications and patents involved: 17. Total fee (37 CFR 3.41): \$ 40.00

[] Enclosed

[X] Authorized to be charged to deposit account
19-0743

8. Please charge any additional fees or credit any over payments to our Deposit Account No.: 19-0743

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.

Bradley A. Forrest/Rcg. No. 30,837

Name of Person Signing

Bradley A. Forrest

Signature

3 February 2010

Date

Total number of pages including cover sheet: 13

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Mail Stop Assignment Recordation Services
P.O. Box 1450
Alexandria, VA 22313-1450

PATENT

700428581

REEL: 023897 FRAME: 0357

CH \$40.00 190743 11463336

Attorney Docket No. 2405.001US1

ASSIGNMENT

WHEREAS, We, J. P. Doffing, residing at 212 3rd Avenue North, Suite 586, Minneapolis, Minnesota 55401, and Mary Ryan, residing at 9850 Primrose Avenue North, Stillwater, Minnesota 55082, and Scott Emkovik, residing at 10090 325th St. Way, Cannon Falls, Minnesota 55009, and Paul Volker, residing at 1327 140th Avenue NW, Andover, Minnesota 55304, made certain new and useful inventions and improvements which are described in an application for U.S. Letters Patent on August 9, 2006, which application was assigned U.S. patent application serial number 11/463,336, and is entitled UNIQUE PRODUCTION FORUM:

FOR GOOD AND VALUABLE CONSIDERATION, the receipt, sufficiency and adequacy of which are hereby acknowledged, the undersigned do hereby:

SELL, ASSIGN AND TRANSFER to The Runway Club, Inc. (the "Assignee"), a corporation of the State of Minnesota, having a place of business at 212 Third Avenue North, Suite 586, Minneapolis, MN 55401, the entire right, title and interest for the United States and all foreign countries in and to: any and all inventions and improvements which are disclosed in the identified application for U.S. Letters Patent, and which may be further identified below; such application and all divisional, continuing, substitute, renewal, reissue and all other applications for patent which have been or shall be filed in the United States (including all provisional and non-provisional applications), and in all foreign countries on any of such inventions and/or improvements (including any applications for utility models); all original and reissued patents which have been or shall be issued in the United States and all foreign countries on such inventions and/or improvements; and specifically including the right to file foreign applications under the provisions of any convention or treaty and to claim priority based on the identified application;

AUTHORIZE AND REQUEST that any attorney associated with U.S. PTO Customer No. 21186 may (directly or through his/her designee) delete, insert, or alter any information identifying this application, or any related application, below, after execution of this Assignment;

Additional Application Information

No Provisional claim for priority is being made at this time.

No U.S. Non-Provisional claim for priority is being made at this time.

No International or foreign claim for priority is being made at this time.

AUTHORIZE AND REQUEST the issuing authority to issue any and all United States and foreign patents granted on such improvements to the Assignee;

ASSIGNMENT

Assignors: J. P. Doffing et al.
Title: UNIQUE PRODUCTION FORUM
Page 2 of 6

Docket No: 2405.001US1
Serial Number: 11/463,336

WARRANT AND COVENANT that no assignment, grant, mortgage, license or other agreement affecting the rights and/or property herein conveyed has been or will be made to others by the undersigned, and that the full right to convey the same as herein expressed is possessed by the undersigned;

COVENANT, that when requested and without compensation, but at the expense of the Assignee, in order to carry out in good faith the intent and purpose of this Assignment, the undersigned will (1) execute all provisional, non-provisional, divisional, continuing, substitute, renewal, reissue, and all other patent applications on any and all such improvements; (2) execute all rightful oaths, declarations, assignments, powers of attorney and other papers; (3) communicate to the Assignee all facts known to the undersigned relating to such improvements and the history thereof; (4) cooperate with the Assignee in any interference, reexamination, reissue, opposition, dispute, or litigation involving any of the applications or patents for such improvements; and (5) take such further actions as the Assignee shall reasonably consider necessary or desirable for vesting title to such improvements in the Assignee, or for securing, maintaining and enforcing proper patent protection for such improvements;

THIS AGREEMENT IS TO BE BINDING on the heirs, assigns, representatives and successors of the undersigned, and is to extend to the benefit of the successors, assigns and nominees of the Assignee.

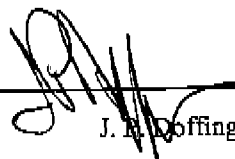
AGREED as of the date of my signature below:

ASSIGNMENT

Assignors: J. P. Doffing et al.

Title: UNIQUE PRODUCTION FORUM

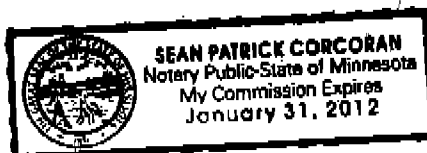
Page 3 of 6

Docket No: 2405.001US1
Serial Number: 11/463,336IN TESTIMONY WHEREOF, I have hereunto set my hand this 15th day ofJanuary, 2010.
J. P. DoffingSTATE OF Minnesota)

)ss

COUNTY OF Hennepin)

On this 15th day of January, 2010 before me personally appeared J. P. Doffing, to me known and known to me to be the person described in and who executed the foregoing instrument, and he/she duly acknowledged to me that he/she executed the same for the uses and purposes therein set forth.



[SEAL]



Notary Public

ASSIGNMENT

Assignors: J. P. Doffing et al.

Title: UNIQUE PRODUCTION FORUM

Page 4 of 6

Docket No: 2405.001US1
Serial Number: 11/463.336

IN TESTIMONY WHEREOF, I have hereunto set my hand this ____ day of

____, 20____.

Mary Ryan

STATE OF _____)

)ss

COUNTY OF _____)

On this ____ day of _____, 20____ before me personally appeared
Mary Ryan, to me known and known to me to be the person described in and who executed the
foregoing instrument, and he/she duly acknowledged to me that he/she executed the same for the
uses and purposes therein set forth.

[SEAL]

Notary Public

ASSIGNMENT

Assignors: J. P. Doffing et al.

Title: UNIQUE PRODUCTION FORUM

Page 5 of 6

Docket No: 2405.001US1
Serial Number: 11/463,336IN TESTIMONY WHEREOF, I have hereunto set my hand this 18 day ofJanuary, 2010.

Scott Emkovik

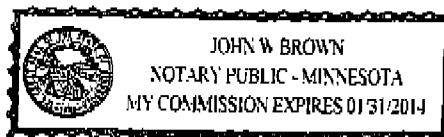
STATE OF Minnesota)

)ss

COUNTY OF Dakota)

On this 18th day of January, 2010 before me personally appeared Scott Emkovik, to me known and known to me to be the person described in and who executed the foregoing instrument, and he/she duly acknowledged to me that he/she executed the same for the uses and purposes therein set forth.

[SEAL]



Notary Public

ASSIGNMENT

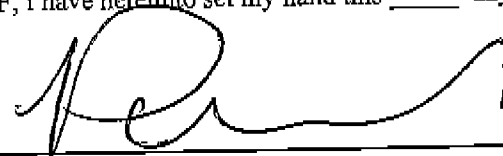
Assignors: J. P. Doffing et al.

Title: UNIQUE PRODUCTION FORUM

Page 6 of 6

Docket No: 2405.001US1
Serial Number: 11/463,336

IN TESTIMONY WHEREOF, I have hereunto set my hand this ____ day of ____

Jan 16, 2010.

Paul Volker

STATE OF

Anoka

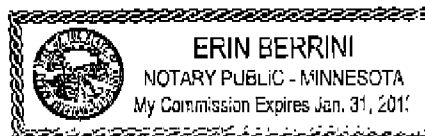
)ss

COUNTY OF

Mn

On this 16th day of January, 2010 before me personally appeared Paul Volker, to me known and known to me to be the person described in and who executed the foregoing instrument, and he/she duly acknowledged to me that he/she executed the same for the uses and purposes therein set forth.

[SEAL]



Notary Public

Attorney Docket No. 2405.001US1

ASSIGNMENT

WHEREAS, We, J. P. Doffing, residing at 212 3rd Avenue North, Suite 586, Minneapolis, Minnesota 55401, and Mary Ryan, residing at 9850 Primrose Avenue North, Stillwater, Minnesota 55082, and Scott Emkovik, residing at 10090 325th St. Way, Cannon Falls, Minnesota 55009, and Paul Volker, residing at 1327 140th Avenue NW, Andover, Minnesota 55304, made certain new and useful inventions and improvements which are described in an application for U.S. Letters Patent on August 9, 2006, which application was assigned U.S. patent application serial number 11/463,336, and is entitled UNIQUE PRODUCTION FORUM:

FOR GOOD AND VALUABLE CONSIDERATION, the receipt, sufficiency and adequacy of which are hereby acknowledged, the undersigned do hereby:

SELL, ASSIGN AND TRANSFER to The Runway Club, Inc. (the "Assignee"), a corporation of the State of Minnesota, having a place of business at 212 Third Avenue North, Suite 586, Minneapolis, MN 55401, the entire right, title and interest for the United States and all foreign countries in and to: any and all inventions and improvements which are disclosed in the identified application for U.S. Letters Patent, and which may be further identified below; such application and all divisional, continuing, substitute, renewal, reissue and all other applications for patent which have been or shall be filed in the United States (including all provisional and non-provisional applications), and in all foreign countries on any of such inventions and/or improvements (including any applications for utility models); all original and reissued patents which have been or shall be issued in the United States and all foreign countries on such inventions and/or improvements; and specifically including the right to file foreign applications under the provisions of any convention or treaty and to claim priority based on the identified application;

AUTHORIZE AND REQUEST that any attorney associated with U.S. PTO Customer No. 21186 may (directly or through his/her designee) delete, insert, or alter any information identifying this application, or any related application, below, after execution of this Assignment;

Additional Application Information

No Provisional claim for priority is being made at this time.

No U.S. Non-Provisional claim for priority is being made at this time.

No International or foreign claim for priority is being made at this time.

AUTHORIZE AND REQUEST the issuing authority to issue any and all United States and foreign patents granted on such improvements to the Assignee;

ASSIGNMENT

Assignors: J. P. Doffing et al.

Title: UNIQUE PRODUCTION FORUM

Page 2 of 6

Docket No: 2405.001US1
Serial Number: 11/463,336

WARRANT AND COVENANT that no assignment, grant, mortgage, license or other agreement affecting the rights and/or property herein conveyed has been or will be made to others by the undersigned, and that the full right to convey the same as herein expressed is possessed by the undersigned;

COVENANT, that when requested and without compensation, but at the expense of the Assignee, in order to carry out in good faith the intent and purpose of this Assignment, the undersigned will (1) execute all provisional, non-provisional, divisional, continuing, substitute, renewal, reissue, and all other patent applications on any and all such improvements; (2) execute all rightful oaths, declarations, assignments, powers of attorney and other papers; (3) communicate to the Assignee all facts known to the undersigned relating to such improvements and the history thereof; (4) cooperate with the Assignee in any interference, reexamination, reissue, opposition, dispute, or litigation involving any of the applications or patents for such improvements; and (5) take such further actions as the Assignee shall reasonably consider necessary or desirable for vesting title to such improvements in the Assignee, or for securing, maintaining and enforcing proper patent protection for such improvements;

THIS AGREEMENT IS TO BE BINDING on the heirs, assigns, representatives and successors of the undersigned, and is to extend to the benefit of the successors, assigns and nominees of the Assignee.

AGREED as of the date of my signature below:

ASSIGNMENT

Assignors: J. P. Doffing et al.
Title: UNIQUE PRODUCTION FORUM
Page 3 of 6

Docket No. 2405.001US1
Serial Number: 11/463,336

IN TESTIMONY WHEREOF, I have hereunto set my hand this ____ day of

____, 20____.

J. P. Doffing

STATE OF _____)

)ss

COUNTY OF _____)

On this _____ day of _____, 20____ before me personally appeared J. P. Doffing, to me known and known to me to be the person described in and who executed the foregoing instrument, and he/she duly acknowledged to me that he/she executed the same for the uses and purposes therein set forth.

[SEAL]

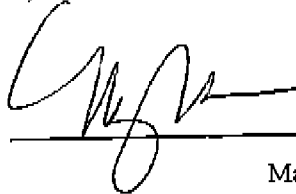
Notary Public

ASSIGNMENT

Assignors: J. P. Doffing et al.

Title: UNIQUE PRODUCTION FORUM

Page 4 of 6

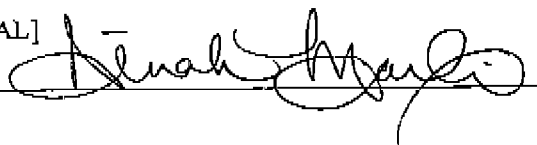
Docket No: 2405.001US1
Serial Number: 11/463,336IN TESTIMONY WHEREOF, I have hereunto set my hand this 18 day ofJanuary, 2010.

Mary Ryan

STATE OF Minnesota,COUNTY OF Hennepin)ss

On this 18 day of January, 2010 before me personally appeared Mary Ryan, to me known and known to me to be the person described in and who executed the foregoing instrument, and he/she duly acknowledged to me that he/she executed the same for the uses and purposes therein set forth.

[SEAL]



Notary Public

ASSIGNMENT

Assignors: J. P. Doffing et al.

Title: UNIQUE PRODUCTION FORUM

Page 5 of 6

Docket No: 2405 001US1

Serial Number: 11/463,336

IN TESTIMONY WHEREOF, I have hereunto set my hand this ____ day of

_____, 20____.

Scott Emkovik

STATE OF _____)

)ss

COUNTY OF _____)

On this _____ day of _____, 20____ before me personally appeared
Scott Emkovik, to me known and known to me to be the person described in and who executed
the foregoing instrument, and he/she duly acknowledged to me that he/she executed the same for
the uses and purposes therein set forth.

[SEAL]

Notary Public

ASSIGNMENT

Assignors: J. P. Doffing et al.

Title: UNIQUE PRODUCTION FORUM

Page 6 of 6

Docket No: 2405.001US1
Serial Number 11/463,336

IN TESTIMONY WHEREOF, I have hereunto set my hand this ____ day of

_____, 20____.

Paul Volker

STATE OF _____)

)ss

COUNTY OF _____)

On this _____ day of _____, 20____ before me personally appeared Paul Volker, to me known and known to me to be the person described in and who executed the foregoing instrument, and he/she duly acknowledged to me that he/she executed the same for the uses and purposes therein set forth.

[SEAL]

Notary Public