

NIKOLAI & MERSEREAU^{P.A.}
ATTORNEYS AT LAW

March 19, 2010

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OUR FILE NO. 20030102.CIP

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To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Stephen T. Anderson
Dean J. MacCarter

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of Minnesota
 Other _____

2. Name and address of receiving party(ies):
Name: Shape Medical Systems, Inc.
Street Address: 9 Evergreen Road
City: North Oaks
State: Minnesota Zip: 55127

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - Minnesota
 Other: _____

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 16, 2010

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4. Application number(s) or registration number(s):
If this document is being filed together with a new application, the execution date of the application is:

July 12, 2004

- A. Patent Application No.(s): 10/889,595
B. Patent No.(s):

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

Name: C. G. Mersereau, Esq.
NIKOLAI & MERSEREAU, P.A.
Street Address: 900 Second Avenue South, #820
City: Minneapolis
State: MN
Zip: 55402-3325


6. Number of applications and patents involved: 1

7. Total Fee (37 CFR 3.41): \$40.00
___ A check is enclosed.

8. The Commissioner is authorized to charge the recording fees or refund any overpayment under 37 CFR 1.16 and 1.17 which may be required by this paper to Deposit Account No. 08-1265.

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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.

C.G. Mersereau  Date: March 19, 2010
Name of Person Signing Signature

Total number of pages including cover sheet, attachments and document: 5

ASSIGNMENT

WHEREAS, we, Stephen T. Anderson, a citizen of the United States of America, residing at 9 Evergreen Road, North Oaks, MN 55127, and Dean J. MacCarter, a citizen of the United States of America, residing at 5884 South Macon Street, Englewood, CO 80111, have invented certain new and useful improvements in "METHOD OF OPTIMIZATING PATIENT OUTCOME FROM EXTERNAL COUNTERPULSATION THERAPY", for which we are about to make application for Letters Patent of the United States, the said application executed by Stephen T. Anderson on April 30, 2004, and executed by Dean J. MacCarter on June 30, 2004, filed on July 12, 2004 as S.N. 10/889,595, and constituting a Continuation-in-Part application based on an application filed March 11, 2004, Serial No. 10/797,943 (abandoned), and a Provisional Patent Application filed March 12, 2003, Serial No. 60/453,989; and

WHEREAS, Shape Medical Systems, Inc., a Minnesota corporation, and having its principal office located at 9 Evergreen Road, North Oaks, MN 55127, is desirous of acquiring the entire right, title and interest in and to said invention and in and to any Letters Patent that may be granted therefore in the United States and in any and all foreign countries.

NOW, THEREFORE, Be It Known that for and in consideration of the sum of One Dollar (\$1.00) to us in hand paid by said Shape Medical Systems, Inc. and for other good and valuable consideration, the receipt of all of which is hereby acknowledged, we, Stephen T. Anderson and Dean J. MacCarter, have sold, assigned and transferred, and do hereby sell, assign and transfer unto said Shape Medical Systems, Inc. the entire right, title, and interest, both legal and equitable, in and to the said above identified invention for all countries, in and to the same above identified application for patent, and in and to any and all patents of any and all countries which may be granted on said invention; and the Commissioner of Patents and Trademarks is hereby authorized and requested to issue, in accordance with this Assignment, any and all patents which may be granted on the above identified application or on the invention therein disclosed.

We hereby authorize and request the Patent Office officials in the United States and any and all foreign countries to issue any and all of said Letters Patent, when granted, to said Shape Medical Systems, Inc. as the assignee of our entire right, title and interest in and to the same, for the sole use and behoof of said Shape Medical Systems, Inc., its successors and assigns.

Further, we agree that we will communicate to said Shape Medical Systems, Inc., or its representatives any facts known to us

STATE OF *Minnesota*)
) SS
 COUNTY OF)

On this *16th* day of *March*, 2010, before me, a Notary Public for and within the County aforesaid, personally appeared Dean J. MacCarter to me known to be the person described in the foregoing Assignment, and he acknowledged to me that he executed the same as his free act and deed.

(Seal)

Barbara L Davis

 Notary Public

