

01-27-2003

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): WPI MICRO PROCESSOR SYSTEMS, INC. 1-21-03
[] Individual(s) [] Association
[] General Partnership [] Limited Partnership
[X] Corporation-State New Hampshire
[] Other
Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies)
Name: VETRONIX CORPORATION, INC.
Internal Address:
Street Address: 2030 ALAMEDA PADRE SERRA
SANTA BARBARA CA 93103
City: State: Zip:
[] Individual(s) citizenship
[] Association
[] General Partnership
[] Limited Partnership
[X] Corporation-State CALIFORNIA
[] Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [] No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? [] Yes [] No

3. Nature of conveyance:
[X] Assignment [] Merger
[] Security Agreement [] Change of Name
[] Other
Execution Date: 12/20/02

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 76/392,957
B. Trademark Registration No.(s)
Additional number(s) attached [] Yes [X] No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: KOPPEL, JACOBS, PATRICK & HEYBL
Internal Address:
Street Address: 555 ST. CHARLES DRIVE, SUITE 107
THOUSAND OAKS CA 91360
City: State: Zip:

7. Total fee (37 CFR 3.41) \$ 40.00
[X] Enclosed
[] Authorized to be charged to deposit account
8. Deposit account number: 11-1580

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9. Signature:
JAYE G. HEYBL
Name of Person Signing
Signature: [Handwritten Signature]
Date: 1/16/03
Total number of pages including cover sheet, attachments, and document: 2

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FINANCE SECTION

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Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT

WHEREAS, WPI MICRO PROCESSOR SYSTEMS, INC., a New Hampshire corporation (hereinafter, the "ASSIGNOR"), warrants that it is the sole and exclusive owner of the entire right, title, interest, and goodwill in the trademark IVIS-LITE (hereinafter, the "Mark") and a United States trademark application for IVIS-LITE pending in the United States Patent and Trademark Office as U.S. Trademark Application Serial No. 76/392,957, filed on April 9, 2002 (hereinafter, the "Application"); and

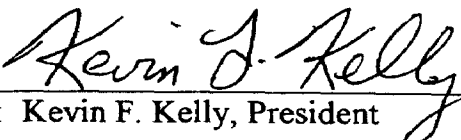
WHEREAS, VETRONIX CORPORATION, a California corporation (hereinafter the "ASSIGNEE"), is desirous of acquiring all of the ASSIGNOR'S right, title and interest in and to the Mark and the Application, together with the goodwill of the business symbolized by the Mark and Application, as successor to an ongoing and existing business.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby assign unto ASSIGNEE, its successors and assigns, all right, title, and interest throughout the United States, its territories and all foreign countries in and to the Mark and the Application; together with the goodwill of the business symbolized by the Mark and the Application, and all rights of action and recovery for past infringement thereof for the full term and all subsequent terms of any registration as fully and entirely as the same would have been held and enjoyed by the ASSIGNOR had this assignment not been made. This assignment is made free and clear of any liens and encumbrances.

ASSIGNOR:

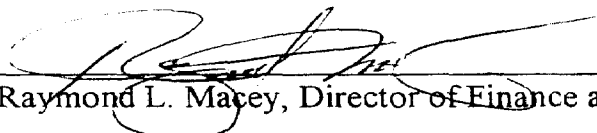
WPI MICRO PROCESSOR SYSTEMS, INC.

Dated: December 20, 2002


By: Kevin F. Kelly, President

ACCEPTED AND AGREED TO:

VETRONIX CORPORATION


Raymond L. Macey, Director of Finance and Operations

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