

(b) This Assignment constitutes the entire agreement of Assignor and Assignee and supersedes all prior agreements and communications, whether oral or in writing, between Assignor and Assignee with respect to the subject matter of this Assignment.

(c) This Assignment shall be binding upon and enforceable against the parties hereto and their respective successors and assigns.

(d) This Assignment may not be modified or amended except in a writing signed by both Assignor and Assignee.

(e) This Assignment shall be governed by and construed in accordance with the laws of the State of Arizona and the United States of America.

IN WITNESS WHEREOF, the parties have executed this Assignment.

ASSIGNOR:

William P. Thomas

By: William P. Thomas
William P. Thomas

ASSIGNEE:

BTM LLC

By: Robert Auxier
Robert Auxier, Member