

ASSIGNMENT OF CONTRACT PROCEEDS

STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

FOR VALUE RECEIVED, the undersigned, (hereinafter referred to as "Assignor"), hereby assigns, transfers and sets over unto **21st CAPITAL CORP., at P.O. Box 982, Malibu, California 90265**, a financial institution (hereinafter referred to as "21st") all the monies now due and the monies hereafter to become due Assignor under or on account of that certain Contract between Assignor and the United States of America identified as follows:

| | |
|---------------------------------------|---|
| Contract/Order Issuing Agency: | <input style="width: 100%; height: 20px;" type="text"/> |
| Contract Number: | <input style="width: 100%; height: 20px;" type="text"/> |
| For: (Product or Service) | <input style="width: 100%; height: 20px;" type="text"/> |
| Contract Date: | <input style="width: 100%; height: 20px;" type="text"/> |

and any and all amendments thereof and supplements thereto (said Contract and any and all amendments thereof and supplements thereto being herein collectively called the "Contract"), as collateral security to 21st for any and all indebtedness of Assignor to 21st now existing or hereafter arising, no matter how evidenced.

TOGETHER with all monies now due, and all the monies hereafter to become due to Assignor on account of any increases in or amendments, additions or supplements to the "Contract" or any extensions thereof, and additional work done and materials and supplies furnished thereunder, or any supplementary contract, amendment, change order or other arrangement in relation to the contract or the subject matter thereof. This assignment is not subject to further assignment.

Assignor hereby irrevocably constitutes and appoints 21st the true and lawful attorney in fact of Assignor to demand, receive and enforce payments and to give receipts, releases and satisfactions, either in the name of Assignor or in the name of 21st, in the same manner and with the same effect as Assignor could do if this assignment had not been made.

This assignment is made pursuant to the Assignment of Claims Act of 1940, as amended, 31 U.S.C. 3727, 41 U.S.C. 15.

IN WITNESS, WHEREOF, Assignor has executed these presents in quadruplicate on _____
(Insert Date)

(Type or Print your Company Name Exactly as in appears on the Contract/Order)

By _____
(Signature)

(Title)

By _____
(Signature of Secretary if incorporated)

(Title)

21st CAPITAL CORP. (assignee)

By _____
(Signature)

_____, _____ [Affix corporate/LLC seal above]
(Name) (Title)

Proprietorships: Owner must sign this form before a Notary Public it must bear the notary's stamp & signature.
Limited Liability Companies: The Manager must sign this form before a Notary Public the limited liability company seal must be affixed where indicated.
Corporations: This form must be (1) signed by **both** the President & corporate Secretary, and (2) the corporate seal must be affixed where indicated.