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To the Honorable Commissioner of Patents

attached original documents or copy thereof.

1. Name of conveying party(ies):

James W. Williams, 3rd

Additional name(s) of conveying party(ies) attached? yes no

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

Name: Kelso Technologies Inc.

Internal Address: _____

Street Address: 801-1318 Homer Street

City Vancouver State B.C. Canada ZIP V6B 6A7

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: April 27, 1998

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)

09/015,006

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: Terrence L.B. Brown

Internal Address: _____

Street Address: 3000 South Eads Street

City Arlington State VA ZIP 22202

6. Total number of applications and patents involved:

7. Total fee (37 CFR 3.41):.....\$ 40

- Enclosed
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May 5, 1998

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PATENT

UNITED STATES OF AMERICA

A S S I G N M E N T

WHEREAS, JAMES W. WILLIAMS, 3rd, whose full post office address is 1204 Meetinghouse Road, P.O. Box 336, Gwynedd, Pennsylvania, U.S.A. 19436, has invented certain new and useful improvements in a Tank Transport Pressure Relief Valve Assembly

see
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for which he has filed on January 28, 1998 an Application Serial No. 09/015,006 for Letters Patent of the United States of America;

AND WHEREAS, KELSO TECHNOLOGIES INC., a corporation having its head office and principal place of business at 801-1318 Homer Street, Vancouver, British Columbia, Canada V6B 6A7, has acquired from the above inventor his right, title and interest in and to the said invention and any improvements and developments thereof for the United States of America, Canada and all other countries, and in and to the said application and any Letters Patent that may be obtained therefor;

NOW THEREFORE, to all whom it may concern, be it known that for and in consideration of the sum of One Dollar to him in hand paid, the receipt of which is hereby acknowledged, and other good and valuable consideration, the said JAMES W. WILLIAMS, 3rd does hereby confirm that he has sold, assigned and transferred, and by these presents does sell, assign and transfer to the said KELSO TECHNOLOGIES INC., its successors and assigns, his right, title and interest in and to the said invention and any improvements and developments thereof, for the United States of America, Canada and for all other countries in and to the invention as fully set forth and described in the specification of the above-identified application for Letters Patent of the United States of America, in and to the said application and any continuations,

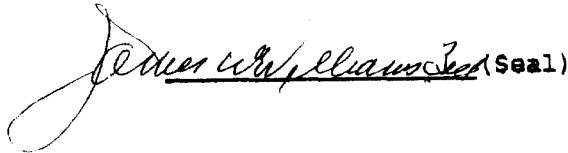
division or revisions thereof, and in and to any Letters Patent that may be obtained therefor in the United States of America, Canada and in any other country;

AND the said JAMES W. WILLIAMS, 3rd hereby covenants and agrees to do all such things and to execute without further consideration such further lawful documents, assurances, application, and other instruments as may reasonably be required to obtain Letters Patent for the said invention and any improvements or developments thereof, and vest the same in KELSO TECHNOLOGIES INC., its successors and assigns.

AND the said JAMES W. WILLIAMS, 3rd hereby grants to P.E. McArdle (Registration No. 26,138). P.K. Holland (Registration No. 28,172), J.R. Lake (Registration No. 31,081), R.A.R. Parsons (Registration No. 28,159), R.S. Mitchell (Registration No. 31,228), W. B. Vass (Registration No. 36,146), and R.G. Hirons (Registration No. 24,666) the power to insert on this assignment any further indication which may be necessary or desirable in order to comply with the requirements of the United States Patent and Trademark Office for its recordal.

IN TESTIMONY WHEREOF the said JAMES W. WILLIAMS, 3rd has hereunto set his hand and affixed his seal on the date noted and before the witnesses whose signatures appear below.

JAMES W. WILLIAMS, 3rd

 (Seal)

Date: April 22, 1998

Place Roanoke, PA

Witness: [Signature]

Witness: [Signature]