

07-14-1998

FORM PTO-1595 (altered)

(Rev. 6-93)

OMB No 0651-0011 (exp 4/94)



100763938

OVER

U.S. DEPARTMENT OF COMMERCE

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: Spectra Inc.

Additional name(s) of conveying party(ies) attached? () Yes (X) No

3. Nature of conveyance:

() Assignment () Merger

() Security Agreement () Change of Name

(X) Other LicenceExecution Date: May 29, 1998

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

Name: Mr. Safety-Check Systems Inc.

Internal Address: _____

Street Address: 31 Klondike DriveCity: North York State/Province: OntarioCountry: Canada ZIP/Postal Code: M9L 1S1

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

4. Application number(s) or patent numbers(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No(s):

B. Patent No(s): 4,776,438

Additional numbers attached? () Yes (X) No

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

Name: Riches, McKenzie & Herbert

Attn: _____

Internal Address: Suite 2900Street Address: 2 Bloor Street EastCity: Toronto State/Province: OntarioCountry: Canada ZIP/Postal Code: M4W 3J5

6. Total number of applications and patents involved: 1

7. Total Fee (37 CFR 3.41) \$ 40.00

(X) Enclosed (Cheque No. _____)

() Authorized to be charged to deposit account.

8. Deposit account number:

18-1350

(Attached duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Dan Hitchcock

32,109

Name of Person Signing

Reg. No.

Signature

Date

07/13/1998 JSHABAZZ 00000093 4776438

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40.00 DP

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

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

PATENT

REEL: 9297 FRAME: 0185

LICENCE AGREEMENT

B E T W E E N:

MR. SAFETY-CHECK SYSTEMS INC.

a corporation having a
principal place of business at
31 Klondike Drive
North York, Ontario, M9L 1S1

(hereinafter referred to as "Mr. Safety-Check")

- and -

SPECTRA INC.

a corporation having a
principal place of business at
41 Horner Avenue, Unit 2
Etobicoke, Ontario, M8Z 4X4

(hereinafter referred to as "Spectra")

WHEREAS Spectra is the owner of U.S. Patent 4,776,438 to Schandelmeier which expires on September 11, 2007 ("Schandelmeier Patent");

NOW THEREFORE in consideration of the various agreements and promises as set out in a Settlement Agreement between the parties dated April 24, 1998, the adequacy of which is hereby acknowledged, the parties hereto mutually agree and promise as follows:

1. Spectra hereby grants to Mr. Safety-Check until September 11, 2007 a non-exclusive royalty-free licence in the United States under the Schandelmeier Patent to make, sell, import

and use brake stroke indicators/brake adjustment gauges falling within the scope of the Schandelmeier Patent.

EXECUTED at Missauga, Ontario, Canada, this 29 day of May, 1998.

SPECTRA INC.

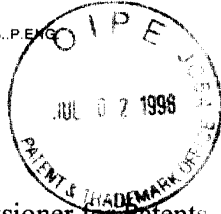
Michael R. / 95
By:
Title:

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RICHER, McKENZIE & HERBERT

BARRISTERS & SOLICITORS
PATENTS & TRADE MARK AGENTS

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June 26, 1998

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CONTINUING THE PRACTICE OF
GEORGE H. RICHES AND ASSOCIATES
ESTABLISHED 1887

Assistant Commissioner for Patents
Washington, D.C. 20231, USA

Re: Spectra Inc.
Recordal of Licence Mr. Safety-Check Systems Inc.
U.S. Patent No. 4,776,438
Our Ref. : MIST2

Dear Sir:

Please record the licence granted to Mr. Safety-Check Systems, Inc. with respect to the above-noted U.S. patent.


Enclosed is a Cover Sheet, together with a copy of the Licence Agreement.

Also, enclosed is the government fee of \$40.00.

We look forward to confirmation in due course that the transfer has been recorded.

Yours very truly,

RICHER, McKENZIE & HERBERT


Dan Hitchcock
Reg. No. 32,109

DH/aw
Encls.
Ret. Ack. Card

RECORDED: 07/02/1998

PATENT
REEL: 9297 FRAME: 0188