

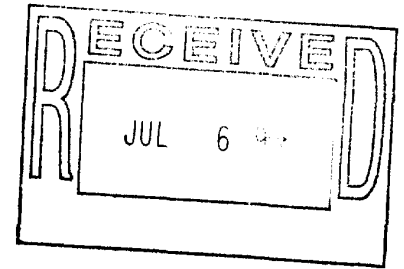
KOLISCH
HARTWELL
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& HEUSER

A Professional Corporation

07-15-1998



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June 29, 1998

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Sir:

RECORDATION FORM COVER SHEET
PATENTS ONLY

Enclosed for recordation in the records of the U.S. Patent and
Trademark Office is a copy of a document with particulars as follows:

(1) Name of assignor:

Cornell Pump Manufacturing Corporation

(2) Name and address of assignee:

Roper Holdings, Inc.
300 Delaware Avenue, Suite 1704
Wilmington, Delaware 19801

(3) The nature of the conveyance is an Assignment which

was executed June 22, 1998.

(4) Serial No.

Filing Date

09/034,642

March 4, 1998

01 FC-501

40.00 DP

406

(5) Any and all correspondence concerning this document should be addressed and mailed to the following:

Stephen F. Gass, Esq.
Kolisch, Hartwell, Dickinson,
McCormack & Heuser
200 Pacific Building
520 S.W. Yamhill Street
Portland, Oregon 97204

(6) The total number of patent applications involved in this conveyance is 1.

(7) Our check in the amount of \$40.00 to cover the recordation fee is enclosed, in accordance with 37 C.F.R. § 3.41.

(8) Please charge our Deposit Account No. 11-1540 for any additional fees which may be required.

(9) 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.

Respectfully submitted,

KOLISCH, HARTWELL, DICKINSON,
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TOTAL NUMBER OF PAGES
INCLUDING COVER SHEET,
ATTACHMENTS AND DOCUMENT: 5

ASSIGNMENT

This ASSIGNMENT will be effective the date it is executed by the assignor.

WHEREAS, Cornell Pump Manufacturing Corporation, a Delaware corporation, having its principal place of business in Portland, county of Multnomah and state of Oregon, is the owner of certain rights (including U.S. and foreign rights) in and to the invention(s), patent(s) and patent application(s) (collectively, the "INTELLECTUAL PROPERTY") set forth in Exhibit A.

WHEREAS, Roper Holdings, Inc., a Delaware corporation having its principal place of business in Wilmington, county of New Castle and state of Delaware, is desirous of acquiring all of Cornell Pump Manufacturing Corporation's rights in the INTELLECTUAL PROPERTY.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Cornell Pump Manufacturing Corporation hereby sells, assigns and transfers to Roper Holdings, Inc. all of Cornell Pump Manufacturing Corporation's rights in and to the INTELLECTUAL PROPERTY.

Further, Cornell Pump Manufacturing Corporation agrees to communicate to Roper Holdings, Inc., or to its representatives, any facts known to Cornell Pump Manufacturing Corporation respecting the INTELLECTUAL PROPERTY, and testify in any legal proceeding, sign all lawful papers, execute (where necessary) all divisional, continuation, substitution, renewal and reissue applications, make all rightful oaths, and generally do everything possible to aid Roper Holdings, Inc., its successors and assigns, to obtain and enforce proper protection for the INTELLECTUAL PROPERTY in the United States and in any and all foreign countries.

Additionally, Cornell Pump Manufacturing Corporation and Roper Holdings, Inc. agree that this ASSIGNMENT definitively establishes, as of its effective date, Roper Holdings, Inc. as the owner of all right, title and interest in and to all of the INTELLECTUAL PROPERTY previously owned by Cornell Pump Manufacturing Corporation immediately prior to the effective date of this ASSIGNMENT.

IN TESTIMONY WHEREOF, Cornell Pump Manufacturing Corporation has hereunto set its hands on the date indicated below.

CORNELL PUMP MANUFACTURING
CORPORATION

Date: June 22, 1998


Name: A. Donald O'Steen

Title: Vice President

EXHIBIT A

Country : USA
Patent No. : 5,591,001
Issue Date : January 7, 1997
Inventors : Robert B. Ray, Mark M. Qandil and Gary L. Olin
Title : AERATION SYSTEM

Country : USA
Serial No. : 09/034,642
Filing Date : March 4, 1998
Inventors : Robert B. Ray, Mark M. Qandil and Gary L. Olin
Title : AERATION SYSTEM

Country : USA
Serial No. : 08/953,850
Filing Date : October 15, 1997
Inventors : Robert B. Ray, Mark M. Qandil and Gary L. Olin
Title : AERATION SYSTEM

Country : USA
Serial No. : 08/943,396
Filing Date : October 3, 1997
Inventor : Mark Qandil
Title : DRY-PIT SUBMERSIBLE PUMP

Country : Australia
Application No. : 72451/96
Filing Date : April 3, 1998
Inventors : Robert B. Ray, Mark M. Qandil and Gary L. Olin
Title : AERATION SYSTEM

Country : Canada
Application No. : (claiming priority based on PCT/US96/15336)
Filing Date : March 19, 1998
Inventors : Robert B. Ray, Mark M. Qandil and Gary L. Olin
Title : AERATION SYSTEM

Country : New Zealand
Application No. : 319837
Filing Date : March 27, 1998
Inventors : Robert B. Ray, Mark M. Qandil and Gary L. Olin
Title : AERATION SYSTEM

Country : South Africa
Patent No. : 96/8140
Issue Date : June 25, 1997
Inventors : Robert B. Ray, Mark M. Qandil and Gary L. Olin
Title : AERATION SYSTEM

Country : United Kingdom
Application No. : 9806117.9
Filing Date : March 23, 1998
Inventors : Robert B. Ray, Mark M. Qandil and Gary L. Olin
Title : AERATION SYSTEM

PATENT