

12-04-1998

(Rev 6-93)

Patent and Trademark Office

12.2.98



100912857

To the Honorable Commissioner of Patents

to record the attached original documents or copy thereof.

1. Name of Conveying Party(ies):
Jetair International, Inc.

- Individual(s)
- General Partnership
- Corporation-State of Texas
- Other
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

I TOCHU Project Management Corporation
580 Westlake Park Boulevard, Suite 1750
Houston, Texas 77079-2638

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State DELAWARE
- Other _____

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other Collateral Patent and Trademark Assignment and Security Agreement
- Merger
- Change of Name

Execution Date: November 30, 1998

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

A. Patent Application No.(s)

B. Patent No.(s)
5,709,417 and 4,527,820

Additional Numbers attached? Yes No

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

Name: Judy Kruger

BRACEWELL & PATTERSON
SOUTH TOWER PENNZOIL PLACE
100 LOUISIANA STREET
SUITE 2900
HOUSTON, TEXAS 77002-2781

6. Total number of applications and patents involved [2]

7. Total fee (37 CFR 3.41).....\$ 80.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0259

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.

Judy Kruger
Name of Person Signing

Judy Kruger
Signature

12-1-98
Date

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

CERTIFICATE OF MAILING

This is to certify that this document and its attachments are being deposited with the United States Postal Service as Express Mail, Express Mail Label EL063051919US, this 1ST Day of DECEMBER, 1998.

Judy Kruger
Signature

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PATENT
REEL: 9605 FRAME: 0565

PATENT ASSIGNMENT

THIS ASSIGNMENT is made as of this 1st day of December, 1998 by and between Jetair International, Inc., a Texas corporation ("Assignor") and ITOCHU Project Management Corporation, a Delaware corporation ("Assignee"). The Assignor and Assignee are collectively referred to herein as the "Parties".

WHEREAS, the Assignor is the owner of all right, title and interest in and to the inventions and their associated patent registrations described on Schedule A attached to and made a part of this Assignment ("Patents");

WHEREAS, the Assignee is interested in acquiring the Patents, including all domestic and foreign rights, registrations, and applications, from the Assignor, as part of the assets to which the Patents pertain that the Assignee has acquired from the Assignor in a separate but related Asset Purchase Agreement of even date herewith, and the Assignor is interested in transferring the Patents to the Assignee.

NOW, THEREFORE, the Assignor, for the sum of ten (\$10.00) United States dollars and other good and valuable consideration, the receipt, adequacy and sufficiency of which are acknowledged by the Assignor:

1. Hereby sells, assigns, transfers and conveys to the Assignee, its successors and assigns, the Assignor's entire right, title and interest in and to the Patents, and their associated registrations and applications, both domestic and foreign; and

2. Hereby sells, assigns, transfers and conveys to the Assignee, its successors and assigns all causes of action, past, present, and future for infringement or unfair competition with respect to the Patents; and

3. Will, upon written request of the Assignee, its successors and assigns, execute reasonable documents prepared at the expense of the Assignee, its successors and assigns, to perfect Assignee's title to any and all rights in the Patents conveyed hereunder.

IN WITNESS WHEREOF, the Assignor has given legal effect to this Assignment by its duly authorized representative.

ASSIGNOR:

JETAIR INTERNATIONAL, INC.

By: [Signature]
Name: M. Joseph Holland
Title: PRESIDENT

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on November 30, 1998, by M. Joseph Holland the PRESIDENT, of Jetair International, a Texas corporation, on behalf of said corporation.

[Signature]
Notary Public in and for
the State of Texas
Printed Name: LINDA CLARK
My commission expires: 1-22-2000



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