

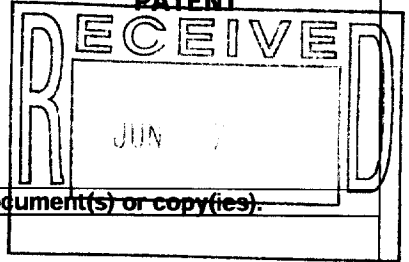
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U.S. Department of Commerce
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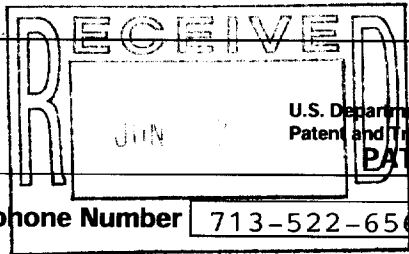
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Name of Person Signing

Signature

6/4/99
Date

PATENT (APPLICATION) ASSIGNMENT

WHEREAS, John E. Powell, Jr. individually and on behalf of Philip Services Corp. f/k/a Oil Recycling, Inc. ("Oil Recycling" below), is the inventor of an invention included in U.S. patent application number 08/885,108 entitled "System and Process for In Tank Treatment of Crude Oil Sludges to Recover Hydrocarbons and Aid in Materials Separation" invented by John E. Powell, Jr. and is interested in having assistance in the management, control, use, policing, protection, litigation, enhancement of value and valuation of such patent application.

WHEREAS, APLC, Inc. a Delaware corporation, having its principal place of business at 913 North Market Street, Suite no. 812, Wilmington, DE 19801, is desirous of acquiring the right, title and interest in such invention and patent application and is interested in the management, control, use, policing, protection, litigation, enhancement of value and valuation of the patent application.

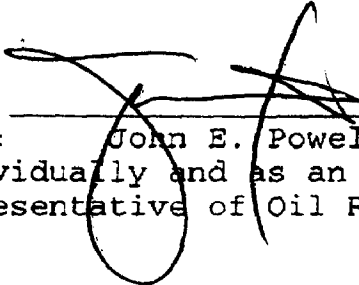
For value received, receipt, sufficiency and adequacy of which is hereby acknowledged John E. Powell, Jr. individually and on behalf of Oil Recycling, hereby sells, assigns, transfers and conveys unto APLC, Inc., and its successors, assigns or legal representatives all of his/its right, title and interest in and to all technical information and inventions disclosed and/or claimed in a certain U.S. patent application number 08/885,108 entitled "System and Process for In tank Treatment of Crude Oil Sludges to Recover Hydrocarbons and Aid in Materials Separation" invented by John E. Powell, Jr. and all of his/its right, title and interest in and to any patent application and any patent deriving therefrom, including all divisions, reissues, continuations, extensions, substitutions and the like, and applications foreign to the United States, together with all right to make application for and obtain patent protection for said invention or inventions in any and all countries foreign to the United States and specifically including the right to claim priority under the terms of the International Convention based on said application or Letters Patent in the United States; and all of his/its right, title and interest in and to all patents and the like granted on said invention or inventions.

John E. Powell, Jr. individually and on behalf of Oil Recycling, hereby authorizes and requests the Commissioner of Patents and Trademarks or any other proper officer to issue all Letters Patent granted on said invention, inventions or technical information and from any and all divisions, continuations, and

reissues thereof, to APLC, Inc. as assignee of his/its entire interest.

John E. Powell, Jr. individually and on behalf of Oil Recycling, further hereby covenants and agrees that he/it will, assist in obtaining or executing any documents requested by APLC, Inc. relating to the patent application(s); and that he/it will assist APLC, Inc. in obtaining and communicating any information relating to the patent application(s).

John E. Powell, Jr. individually and on behalf of Oil Recycling, further sells, assigns, transfers and conveys all causes of action, claims, demands, or other rights occasioned from or because of any and all past infringements or misappropriations together with the right in APLC, Inc. its successors and assigns, to sue and recover therefore including the right to bring suit in its own name and to receive, retain, hold and enjoy for its own use and behalf and that of its successors, assigns or legal representatives any and all damages, profits, equitable relief, or other recoveries or compensations on account thereof or resulting therefrom in any manner whatsoever. This assignment shall be nunc pro tunc effective June 30, 1997.

By:  05/05/99
Name: John E. Powell, Jr.
Individually and as an authorized
representative of Oil Recycling

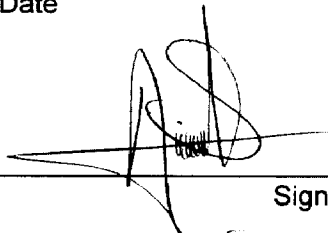
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