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07-07-1999

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FORM PTO-1986		REC	101085937	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(ies): WATER TECHNOLOGY INTERNATIONAL CORPORATION c/o Burlington Environmental Technology 867 Lakeshore Road Burlington, Ontario, L7R 4L7, Canada Additional names(s) of conveying party(ies) attached? <input type="checkbox"/> Yes			Name and address of receiving party(ies): Name: WTI HOLDINGS INC. Internal Address: PO Box 5068 Street Address: 867 Lakeshore Road City: Burlington State: Ontario, CANADA ZIP: L7R 4L7 Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other Execution Date: March 31, 1999					
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) B. Patent No. (s) <u>08/735,264</u> 4,544,489, 5,003,814 5,502,268 Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No					
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Brian W. Gray</u> Internal Address: <u>Blake, Cassels & Graydon</u> Street Address: <u>Box 25, Commerce Court West</u> <u>199 Bay Street, 28th Floor</u> City: <u>Toronto</u> State: <u>Ontario, CANADA</u> ZIP: <u>M5L 1A9</u>			6. Total number of applications and patents involved: [4]		
			7. Total fee (37 CFR 3.41):..... \$ <u>160.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account		
			8. Deposit account number: <u>02-2553</u> (Attached duplicate copy of this page if paying by deposit account)		

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9. Statement of signature.
To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Brian W. Gray Brian W. Gray June 25, 1999
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: []

CMB No. 0861-0011 (?? 4/94)

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Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

07/06/1999 NTR11 00000159 06735264
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ASSIGNMENT

IN CONSIDERATION of the sum of One Dollar and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **WATER TECHNOLOGY INTERNATIONAL CORPORATION**, whose full post office address is c/o Burlington Environmental Technology Office, 867 Lakeshore Road, P.O. Box 5030, Burlington, Ontario, Canada L7R 4A6 (the "Assignor") hereby sells, assigns and transfers to **WTI HOLDINGS INC.**, whose full post office address is 867 Lakeshore Road, P.O. Box 5068, Burlington, Ontario, Canada L7R 4L7 (the "Assignee") and to the Assignee's successors, assigns or other legal representatives, its full and entire right, title, property, benefit and interest in all countries of the world in and to the patents or patent applications listed in the attached Schedule A (hereinafter the "Patents") and the inventions as fully described and claimed in said Patents and all technical information relating thereto, together with any Letters Patent of any country which may issue therefrom and any continuations, divisions, continuations-in-part, re-examinations or reissues of such Patents, including the right to recover compensation for past infringement, to be held and enjoyed by the Assignee, its successors, assigns or other legal representatives as fully and entirely as the same would have been held and enjoyed by the Assignor had this sale, assignment and transfer of its full rights not been made.

The Assignor transfers to the Assignee all know-how, drawings, operational manuals, papers, specifications, technical data, manufacturing data, test results, field trials, quality assurance systems, advertising material, fact sheets, information sheets, real or potential customer lists, reports, dies, prototypes or other machines embodying the Patents, including all copyright, patent rights, trade secrets, confidential information, inventions, designs or trade-marks, if any, used or created in connection with the Patents.

The Assignor, hereby authorizes and empowers the Assignee, its successors, assigns or other legal representatives to invoke and claim for any application for patent or other form of protection for said inventions filed by it, the benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as

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amended, or by any convention which may hereafter be substituted for it, and to invoke and claim such right of priority without further written or oral authorization from the Assignor.

The Assignor, on behalf of its successors, assigns or other legal representatives, covenants, undertakes and agrees, that at the request and cost of the Assignee, and without further consideration, to do all such things and execute all such further assurances, instruments and other documents as may be reasonably required by the Assignee to perfect this Assignment of the Patents in the Assignee.

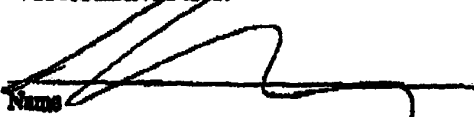
Signed at Chicago, Illinois, Canada, this 31st day of March, 1999.

WATER TECHNOLOGY INTERNATIONAL CORPORATION


Name:
Title:

Excepted at Chicago, Illinois, Canada, this 31st day of March, 1999.

WTI HOLDINGS INC.


Name:
Title:

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ACKNOWLEDGEMENTS

State of Illinois

Province of Canada
County of Cook

On this 31st day of March, 1999, personally appeared before me Robert Newack to me known, and known by me to be the same person described and who executed the foregoing instrument, and acknowledged that he/she executed same, of his/her own will and for the purposes set forth.

"OFFICIAL SEAL"
NEIL GREENBAUM
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 12/29/2001

Neil Greenbaum
A Notary Public in and for the State of Illinois
Province of Canada

State of Illinois
Province of Ontario
Canada County of Cook

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Neil Greenbaum
A Notary Public in and for the State of Illinois
Province of Ontario, Canada

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SCHEDULE A

<u>Country</u>	<u>Patent Application Number</u>	<u>Patent Number</u>
Austria		B42,262
Belgium		0 170 071
Germany		P1569509.9
France		0 170 071
United Kingdom		0 170 071
Netherlands		0 170 071
Europe		0 170 071
United States		4,544,489
United States		5,003,814
Canada		1,257,412
Canada		1,318,977
United States		5,502,268
Australia		656155
Belgium		554333
Denmark		554333
Germany		554333
Great Britain		554333
France		554333
Greece		554333
Italy		554333
Luxembourg		554333
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<u>Country</u>	<u>Patent Application Number</u>	<u>Patent Number</u>
Austria		554333
Switzerland		554333
Spain		554333
Sweden		554333
Monaco		942325
Netherlands		544333
Canada	2,008,252	
Canada	2,028,251	
United States	08/735,264	
Japan	3-517466	
Japan	111902	
Finland	931774	
Norway	931465	

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