

ASSIGNMENT

IN CONSIDERATION of the sum of One Dollar (\$1.00), and of other good and valuable considerations paid to each of us, (1) Jaromir FRIEDRICH; (2) Donald D. SAVARD; and (3) Bronislav WALTER; hereinafter designated the Assignors, by PA - Plug Inc., whose full postal address is 14316 - 128th Avenue N.W., Edmonton AB T5L 3H5, Canada, hereinafter designated as the Assignee, the receipt whereof is hereby acknowledged, we do hereby sell, assign and set over unto the Assignee the entire right, title and interest in and to our invention relating to **A Downstream Plug**, (hereinafter designated as said invention) as set forth in the application for Letters Patent of Canada, in and for Canada and all foreign countries, the same to be held and enjoyed by the Assignee, its successors, assigns, or legal representatives, to the full ends of the terms for which all Letters Patent therefor may be granted including any extensions thereof, as fully and entirely as the same would have been held and enjoyed by us if this assignment and sale had not been made.

AND WE HEREBY AUTHORIZE the Assignee to make application for and to receive letters Patent for said invention in Canada and all foreign countries in its own name, or in any name, at its election.

AND WE HEREBY COVENANT AND AGREE that we will execute or procure any further necessary assurance of the title to said invention and Letters Patent; and that we will at any time, upon the request and at the expense of the Assignee, execute and deliver any and all papers that may be necessary or desirable to perfect the title to said invention or and Letters Patent which may be granted therefor, in the Assignee, its successors, assigns, or other legal representatives, and that we will, at any time, upon the request and at the expense of the Assignee, testify in any legal proceeding, sign all lawful papers, execute any additional, divisional, continuing or reissue applications for patents for said invention, or any part or parts thereof, make all rightful oaths, and generally do all lawful acts to aid the Assignee, its successors, assigns, or other legal representatives to obtain and

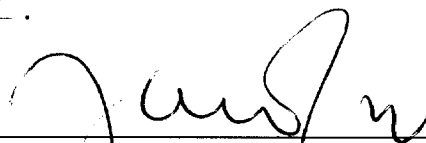
enforce patent protection on said invention in Canada and all foreign countries, without further compensation, but at the expense of the Assignee, its successors, assigns, or other legal representatives.

AND WE HEREBY AUTHORIZE the firm of Gowling, Strathy & Henderson to correct errors in this assignment or to insert any further identification or other information necessary or desirable to make this assignment suitable for recordal in the Canadian Patent Office.

ASSIGNOR (1):

Signed at EDMONTON

this 16 day of SEPT, 1998.


Jaromir FRIEDRICH

CERTIFICATE OF WITNESS

I acknowledge that I was personally present and did see Jaromir FRIEDRICH, who is personally known to me, duly execute the above assignment on the date therein set forth.

Name of Witness: RAYMOND LEMAIRE

Signature of Witness: Raymond Lemaire

Address of Witness: # 803 10045 118 St., EDMONTON, AB

ASSIGNOR (2):

Signed at Edmonton

this 16 day of Sept, 1998.



Donald D. SAVARD

CERTIFICATE OF WITNESS

I acknowledge that I was personally present and did see Donald D. SAVARD, who is personally known to me, duly execute the above assignment on the date therein set forth.

Name of Witness: RAYMOND LEMAIRE

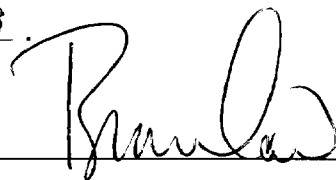
Signature of Witness: Raymond Lemaire

Address of Witness: # 803 10045 118 St., EDMONTON, AB

ASSIGNOR (3):

Signed at EDMONTON

this 16 day of SEPT, 199 8.



Bronislav WALTER

CERTIFICATE OF WITNESS

I acknowledge that I was personally present and did see Bronislav WALTER, who is personally known to me, duly execute the above assignment on the date therein set forth.

Name of Witness: RAYMOND LEMAIRE

Signature of Witness: Raymond Lemaire

Address of Witness: #803, 10045-118 ST, EDMONTON, AB