

MPO  
9/17/99

RECC

09-16-1999



101146809

nal documents

09/30/99  
U.S. PTOTo the Assistant Commissioner for Patent  
or a copy thereof.

1. Name of conveying party:  
**James A. Hill**

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

2. Name and address of receiving party:

Name: **Panametrics, Inc.**  
Street: **221 Crescent Street**  
City: **Waltham**  
State: **Massachusetts**  
Zip: **02453-3497**

3. Nature of conveyance:

Assignment  
 Merger  
 Security Agreement  
 Change of Name  
 Other

Additional name(s) &amp; address(es) attached?

Yes  NoExecution Date: September 3, 19994. 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:) **September 3, 1999**

A. Patent Application No:

B. Patent No(s): [Patent No(s)]

Additional numbers attached?

\_\_\_ Yes  No

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

Atty. Name: **Michael I. Falkoff, Esq.**  
Firm Name: **Nutter, McClennen & Fish, LLP**  
Street Address: **One International Place**  
City/State: **Boston, MA**  
Zip Code: **02110-2699**  
Direct Dial No. **(617) 439-2879**  
Direct Fax No. **(617) 310-9879**

6. Total number of applications and patents involved? 17. Total fee (37 CFR 3.41): **\$ 40.00**Fee Enclosed:  Yes \_\_\_ NoCheck No.: 5932

The Commissioner is hereby authorized to charge underpayment/credit overpayment to Deposit Account No. **141449**.

(Attach duplicate copy of this page if paying fees by Deposit Account)

09/15/1999 NTHAI1 00000318 09391276

DO NOT USE THIS SPACE

~~01 FG-501 40.00 09~~

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.)

**Michael I. Falkoff**

Name of Attorney

Signature

Date

Total number of pages including cover sheet: 3

775229.1

## A S S I G N M E N T

Whereas I, the undersigned, **James A. Hill**, have made certain inventions or discoveries (or both) set forth in an application for Letters Patent of the United States of America entitled, **DISTURBANCE SIMULATING FLOW PLATE**, identified as Attorney Docket No. 100969-133, which application or a copy thereof was executed by me of even date herewith; and is about to be filed in the United States Patent and Trademark Office;

Whereas, **Panametrics, Inc.**, a corporation of Delaware having a place of business at **221 Crescent Street, Waltham, Massachusetts 02453-3497** and which, together with its successors and assigns, is hereinafter called "Assignee," is desirous of acquiring the title, rights, benefits and privileges hereinafter recited;

Now, therefore, for valuable consideration furnished by Assignee to me, receipt and sufficiency of which I hereby acknowledge, I hereby, without reservation:

1. Assign, transfer and convey to Assignee the entire right, title and interest in and to said inventions and discoveries, said application for Letters Patent of the United States of America, any and all other applications for Letters Patent on said inventions and discoveries in whatsoever countries, including all divisional, renewal, substitute, continuation, reissue, re-examination and Convention applications based in whole or in part upon said inventions or discoveries, or upon said applications, and any and all Letters Patent, reissues, reexaminations, and extensions of Letters Patent granted for said inventions and discoveries or upon said applications, together with the right of priority of earlier-filed United States Provisional Patent Application 60/101,026 and every priority right that is or may be predicated upon or arise from said inventions, said discoveries, said applications, provisional application and said Letters Patent;

2. Authorize Assignee to file patent applications in any or all countries on any or all of said inventions and discoveries in my name or in the name of Assignee or otherwise as Assignee may deem advisable, under the International Convention or otherwise;

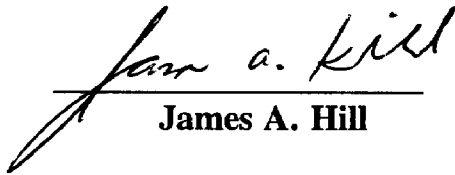
3. Authorize and request the Commissioner of Patents and Trademarks of the United States of America and the empowered officials of all other governments to issue or transfer all said Letters Patent to Assignee, as assignee of the entire right, title and interest therein or otherwise as Assignee may direct;

4. Warrant that I have not knowingly conveyed to others any right in said inventions, discoveries, applications or patents or any license to use the same or to make, use or sell anything embodying or utilizing any of said inventions or discoveries; and that I have good right to assign the same to Assignee without encumbrance;

5. Bind my heirs, legal representatives and assigns, as well as myself, to do, upon Assignee's request and at Assignee's expense, but without additional consideration to me or them, all acts reasonably serving to assure that the said inventions and discoveries, the said patent applications and the said Letters Patent shall be held and enjoyed by Assignee as fully and entirely as the same could have been held and enjoyed by me, my heirs, legal representatives and assigns if this assignment had not been made; and particularly to execute and deliver to Assignee all lawful application documents including petitions, specifications, and oaths, and all assignments, disclaimers, and lawful affidavits in form and substance as may be requested by Assignee; to communicate to Assignee all facts known to me relating to said inventions and discoveries or the history thereof; and to furnish Assignee with any and all documents, photographs, models, samples and other physical exhibits in my control or in the control of my heirs, legal representatives or assigns which may be useful for establishing the facts of my conceptions, disclosures, and reduction to practice of said inventions and discoveries.

In testimony of which I have executed this Assignment as an instrument under seal on the dates indicated next to my name.

Dated: Sept. 3 1999

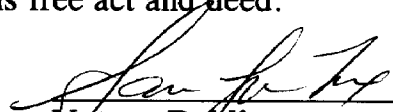
  
James A. Hill

**NOTARIAL CERTIFICATE**

**Commonwealth of Massachusetts**

**County of Middlesex**

On this 3 day of Sept, 1999, before me appeared James A. Hill, to me known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged the same to be his free act and deed.

  
Notary Public  
My Commission Expires: 5/8/03

[seal]

771357.1