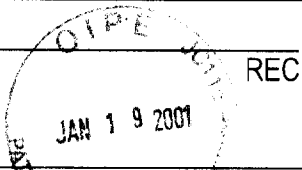


01-29-2001

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



101597121

Atty. Docket No.: **Poly-15/REISSUE**

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Mark M. GREEN</p> <p>Additional name(s) of conveying party(ies) attached? ___ Yes XX No</p> <p>3. Nature of conveyance: XX Assignment ___ Merger ___ Security Agreement ___ Change of Name ___ Other</p> <p>Execution Dates: January 9 and 10, 2001</p>	<p>2. Name and address of receiving party(ies): Name: Polytechnic University Address: Street Address: Six Metrotech Center City: Brooklyn State: NY ZIP: 11201</p> <p>Additional name(s) & address(es) attached? ___ Yes XX No</p>
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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) **09/568,239** B. Patent No.(s)

Additional numbers attached? ___ Yes **XX** No

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: John C. Pokotylo, Esq. STRAUB & POKOTYLO Customer No. 26479 Internal Address: 1 Bethany Road Street Address: Suite 83, Building 6 City: Hazlet State: NJ ZIP: 07730</p>	<p>6. Total number of applications and patents involved: 1</p> <p>7. Total fee (37 CFR 3.41).....\$ 40.00 XX Enclosed (included with Filing Fees) XX Any additional fees required are authorized to be charged to the deposit account listed below.</p> <p>8. Deposit account number: 50-1049</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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

John C. Pokotylo _____ **January 15, 2001**
Name of Person Signing Signature Date

Total number of pages comprising cover sheet plus assignment: **2**

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01/29/2001 DBYRNE 00000018 09568239

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AGREEMENT

The following formalizes an earlier verbal agreement between The Polytechnic University, a New York corporation (hereafter "Polytechnic"), having a principal place of business at Six Metrotech Center, Brooklyn, NY 11201, and Mark M. Green, residing at 240 West 12th Street, New York, NY 10014.

Mark M. Green has an 80 percent interest in U.S. Patent No. 5,750,049 (hereafter "the Patent") and any reissue patents based on the Patent. (Steve Grossman has a 20 percent interest in the Patent and any reissue patents based on the Patent.)

Mark M. Green has agreed to assign his interests to Polytechnic.

Polytechnic has agreed to file and prosecute a reissue patent application in an attempt to broaden the scope of U.S. Patent No. 5,750,049. A reissue application was filed on May 9, 2000 and assigned serial no. 09/568,239.

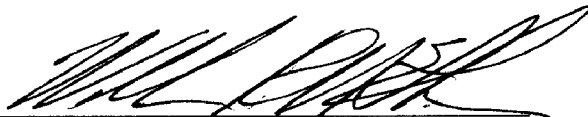
Polytechnic has agreed to share one half of its 80 percent interest in any licensing revenues from the Patent or any reissue patents based on the Patent, after all expenses related to filing, prosecuting and maintaining the Patent or any reissue patents based on the Patent, are recovered from such licensing revenues, with Mark M. Green. (Effectively 20 percent to Steve Grossman, 40 percent to Mark M. Green, and 40 percent to Polytechnic, after recovery of expenses.)

AGREED:

THE POLYTECHNIC UNIVERSITY



Mark M. Green



William R. McShane
Vice President/Dean of
Engineering and Applied
Science

1-9-2001

Date

1/10/2001

Date