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03-09-2001

PATENT APPLICATION



IN THE UNITED STATES

101630975

RK OFFICE

In Re the Application of:

PATTON et al.

Serial No.: 09/502,548

Filed: February 10, 2000

Atty. File No.: 4186-6-1-1

For: "CRYOELECTRONIC RECEIVER
FRONT END FOR MOBILE RADIO
SYSTEMS"

) Group Art Unit: 2745

) Examiner: Vo, Nguyen

) RECORDATION OF ASSIGNMENT

) CERTIFICATE OF MAILING

) I HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING
) DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS
) FIRST CLASS MAIL IN AN ENVELOPE ADDRESSED TO
) ASSISTANT COMMISSIONER FOR PATENTS, WASHINGTON, DC
) 20231 ON 2/22/01

) SHERIDAN ROSS P.C.

) BY: Christine Jacquet

BOX ASSIGNMENTS

Assistant Commissioner for Patents
Washington, D.C. 20231

Dear Sir:

Please record the attached original documents or copy thereof:

1. Name of conveying party(ies):

Superconducting Core Technologies, Inc.
720 Corporate Circle
Golden, Colorado 80401

2. Name and address of receiving party(ies):

Spectral Solutions, Inc.
38 Sunset Drive
Englewood, Colorado 80110

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: 4/14/99

4. Application number(s) or patent number(s)

00000264 09502548 40.00 DP
03/08/2001 DBYRNE
01-FC-561

If this document is being filed together with a new application, the execution date of the application is:

- A. Patent Application No.(s): 08/797,949
- B. Patent No.(s): None.

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

Douglas W. Swartz
Sheridan Ross P.C.
1560 Broadway, Suite 1200
Denver, Colorado 80202-5141

6. Total number of applications and patents involved: 1.

7. Total fee (37 CFR 3.41).....\$40.00.

- ☒ Enclosed
- ☒ Any deficiency in payment of recording fee is authorized to be charged to Deposit Account.
- ☐ Authorized to be charged to deposit account.

8. Deposit account number: 19-1970.

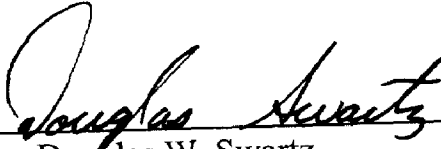
9. Statement and signature.

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.

Total number of pages including cover sheet, attachments and document: 6

Respectfully submitted,

SHERIDAN ROSS P.C.

By: 
Douglas W. Swartz
Registration No. 37,739
1560 Broadway, Suite 1200
Denver, Colorado 80202-5141
(303) 863-9700

Date: Feb. 22, 2001

**BILL OF SALE**

FOR GOOD AND VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, and intending to be legally bound hereby SUPERCONDUCTING CORE TECHNOLOGIES, INC., ("Seller"), has bargained, sold, conveyed, transferred, and assigned and by these presents does hereby bargain, sell, convey, transfer, and assign to SPECTRAL SOLUTIONS, INC., ("Purchaser"), its successors and assigns, forever, all Seller's right, title, and interest in and to all assets, properties, and rights of Seller used in its business operations for developing and manufacturing enhancement products for the wireless industry (the "Business"), wherever located and by whom ever held, including, without limitation, the following:

1. All inventions, trade secrets, formulae, processes, technical data (including documentation, testing materials, reports, etc.), art works, schematic drawings, concepts, engineering drawings, proprietary rights or information, proprietary knowledge, know-how, computer software (whether owned or licensed), product plans, business plans, customer lists, business opportunities, names, symbols, logos, service marks, trade names, copyrights, patents, trademarks and all applications for, registrations of, and licenses in respect of copyrights, patents, and trademarks that are used or embodied in the products and services developed, being developed, or sold by the Business (collectively, the "Product"), including without limitation, those items listed but not extensively or revealingly described on Schedule 1.1(a) (the "Technology"), and all rights to pursue patent infringement and any similar claims with respect to the Technology arising or accruing after the Closing.

2. Photographs, brochures, paste-ups and other marketing materials, training materials, office and reference materials and similar items developed or proposed for or in connection with the Business.

3. All work in process of the Business.

4. All machinery, equipment, tools, goods, office equipment, furniture, data

and other tangible personal

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5. All trade secret, confidentiality, non-disclosure, and non-competition agreements, and all rights to pursue violations of such agreements from and after Closing, including the right to injunctive relief for any violations of such agreements (but not the right for damages) for periods prior to Closing.

6. All cash depository accounts (other than the cash collateral account maintained by Seller pursuant to its cash collateral agreement in respect of the secured claims of Raychem Corporation), books of account, accounts, accounts receivable (including government receivables), stock, supplier lists including addresses, distribution records, drawings, files, papers, and records relating to the Business.

7. All contracts that are not "executory contracts" as such term is used in Section 365 of the Bankruptcy Code.

8. Those "executory contracts" and "unexpired leases" (as such terms are used in Section 365 of the Bankruptcy Code) identified on Schedule 1.1(h) (which identified executory contracts shall be transferred to Purchaser, subject to Purchaser's obligation to assume and cure same at its expense); provided, however, that Purchaser shall not acquire any causes of action, lawsuits, claims, and demands under the identified executory contracts and unexpired leases for any violation of any such contract or lease which occurred prior to Closing.

9. All other property, rights, and interests of Seller, whether tangible or intangible, and not specifically excluded from this Bill of Sale, including any property, rights, and interests acquired after Closing pursuant to any turnover action, settlement with any person or entity currently in possession of any such asset, or otherwise acquired after Closing.

Notwithstanding the foregoing, the assets, properties, and rights bargained, sold, conveyed, transferred, and assigned by Seller to Purchaser pursuant to this Bill of Sale (i) are transferred *subject to* the secured claims of Raychem Corporation, and (ii) do not include the following:

- A. The cash collateral account maintained by Seller pursuant to its cash collateral agreement in respect of the secured claim of Raychem Corporation;
- B. Net operating losses and other tax attributes of Seller;
- C. Any cause of action, chose in action, lawsuit, claim, or demand (except rights transferred to Purchaser pursuant to paragraphs 1, 4, 5, 8, and 9 above);

D. Proceeds of any claim, cause of action, chose in action, lawsuit, claim, or demand including but not limited to those arising under the Bankruptcy Code, 11 U.S.C. §§ 101 *et seq.*, including claims under Sections 544, 547, 548 and 550; and

E. Any contract of the Seller not specifically included in paragraphs 1-9, above.

This Bill of Sale is made and entered into in connection with the Closing of that certain Asset Purchase Agreement dated March 15, 1999, between Seller and Purchaser, pursuant to Confirmation Order of the United States Bankruptcy Court of the District of Colorado, Case No. 98-23055 RJB, entered March 15, 1999.

IN WITNESS WHEREOF, Seller has caused this Bill of Sale to be executed and delivered this 14th day of April 1999.

SELLER: SUPERCONDUCTING CORE
TECHNOLOGIES, INC.

By: 

Robert F. Paige
President

SSI PATENT APPLICATIONS

1. "Cryoelectronic Receiver Front End for Mobile Radio Systems"
Sheridan Ross tracking number: 3172-6
U.S. application number: 08/694,772
2. "Cryoelectronic Receiver Front End"
Sheridan Ross tracking number: 3172-6-1
Continuation of 08/797,949
3. "Planar Radio Frequency Filter"
Sheridan Ross tracking number: 3172-14 and -14PCT
U.S. application number: 08/883,800
PCT application number: US96/13029

SCHEDULE 1.1(a)