

10-29-2001

Form PTU-1595 (Rev. 03/01) F
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings



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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

MRS
10-29-01

1 Name of conveying party(ies)
THEO W. MULLER
Additional name(s) or conveying party(ies) attached? Yes No

2 Name and address of receiving party(ies)
Name: **EDGAR P. MILES**
Internal Address: _____
Street Address: **1209 CERRITO**
BONITO LANE
City: **EL PASO** State: **TX** Zip: **79912**
Additional name(s) & address(es) attached? Yes No

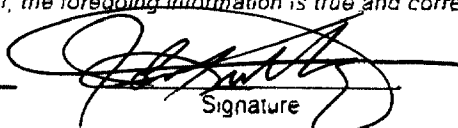
3 Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: **SEPTEMBER 25, 2001**

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) **5,832,739**
5,992,171
Additional numbers attached? Yes No

5 Name and address of party to whom correspondence concerning document should be mailed.
Name: **JOHN E. KEITHLY**
Internal Address: _____
Street Address: **P.O. DRAWER 1329**
City: **ANTHONY** State: **NM** Zip: **88021**

6 Total number of applications and patents involved: **2**
7 Total fee (37 CFR 3.41) \$ **80.00**
 Enclosed
 Authorized to be charged to deposit account
8 Deposit account number: _____
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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 E. KEITHLY  **OCTOBER 16, 2001**
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and documents: **4**

Mail documents to be recorded with required cover sheet information to
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20251

10/24/2001 J7ALLAH2 00000011 5832739

01 FC:581

80.00 DP

ASSIGNMENT AND BILL OF SALE

This Assignment and Bill of Sale (the "*Assignment*") is from THEO W. MULLER ("*Assignor*"), whose address is 20 Peach Hill Road, Darien, Connecticut 06820, to EDGAR P. MILES ("*Assignee*"), whose address is 1209 Cerrito Bonito Lane, El Paso, Texas 79912, and is effective as of October 11, 2001 (the "*Effective Date*").

WHEREAS, Rockney D. Bacchus ("*Bacchus*") filed an application for a United States patent on November 26, 1996, having Serial No. 08/756,807 (the "*'807 Application*"); and

WHEREAS, Bacchus assigned all of his right, title and interest in and to the '807 Application to Quality Air, Inc. pursuant to that certain Assignment dated February 17, 1997, recorded at Reel 8397, Frame 0033 in the Patent Records of the United States Patent and Trade Mark Office (the "*PTO*"); and

WHEREAS, Quality Air, Inc. assigned all of its right, title and interest in and to the '807 Application to RTI Inc., a New York corporation ("*RTI*"), pursuant to that certain Assignment dated September 4, 1997, recorded at Reel 8709, Frame 0266 in the Patent Records of the PTO; and

WHEREAS, RTI pledged all of its right, title and interest in and to the '807 Application (including any divisions thereof) to Assignor, as secured party, pursuant to that certain Security Agreement dated February 21, 1998, from RTI and Refrigeration Technology, Inc., a Delaware corporation ("*Refrigeration*"), in favor of Assignor (the "*Security Agreement*"), recorded at Reel 009146, Frame 0478 in the Patent Records of the PTO, to secure the obligations of Refrigeration under that certain Note dated February 21, 1998, in the principal amount of \$588,383.00 with a maturity date of February 20, 2000 (the "*Note*"); and

WHEREAS, on May 29, 1998, a divisional application of the '807 Application was filed in the PTO having Serial No. 09/86,960 (the "*'960 Application*"); and

WHEREAS, the '807 Application issued as United States Patent No. 5,832,739, entitled Heat Exchanger for Evaporative Cooling Refrigeration System, on November 10, 1998 (the "*'739 Patent*") and the '960 Application issued as United States Patent No. 5,992,171, entitled Heat Exchanger for Evaporating Cooling Refrigeration System, on November 30, 1999 (the "*'171 Patent*") (the '739 Patent and the '171 Patent collectively the "*Subject Patents*"); and

WHEREAS, Refrigeration merged into RTI on or about February of 2000; and

WHEREAS, there was a default under the Note and Security Agreement, and, pursuant to the Security Agreement and in accordance with Article 9 of the Uniform Commercial Code, Assignor, as secured party, foreclosed upon the Subject Patents and held a public sale thereof to transfer all of RTI's rights in the Subject Patents to the highest bidder; and

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WHEREAS, Assignor bid the highest price at such public sale and was assigned the Subject Patents pursuant to that certain Assignment and Bill of Sale from Theo W. Muller, as Secured Party, to Theo W. Muller dated July 6, 2001, a copy of which was recorded in the Patent Records of the PTO; and

WHEREAS, Assignee desires to acquire from Assignor, and Assignor desires to assign to Assignee, all of Assignor's rights in and to the Subject Patents.

NOW, THEREFORE, for and in consideration of the sum of Ten and No/100ths Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has SOLD, ASSIGNED and TRANSFERRED, and by these presents does hereby SELL, ASSIGN and TRANSFER, unto Assignee the entirety of Assignor's right, title and interest in and to the Subject Patents, together with the inventions and subject matter disclosed therein, all continuations, divisions, reexamination certificates, reissues and foreign counterpart patents and applications for patents corresponding with, based on or claiming priority of the Subject Patents and applications associated therewith or the inventions described therein, and any and all other property rights held, owned, possessed or controlled by Assignor with respect to the Subject Patents, including without limitation all royalty and license fees attributable to the Subject Patents (collectively the "*Transferred Assets*").

TO HAVE AND TO HOLD the Transferred Assets, together with all and singular the rights and appurtenances thereto in anywise belonging, unto Assignee and Assignee's heirs, representatives and assigns to the full end of the respective term of which the Subject Patents are granted, as fully and entirely as the same would have been held by Assignor had this Assignment not been made; *provided, however, THIS ASSIGNMENT IS MADE WITHOUT ANY WARRANTIES BY ASSIGNOR WHATSOEVER, EITHER EXPRESS OR IMPLIED OR STATUTORY, ALL SUCH WARRANTIES BEING EXPRESSLY DISCLAIMED, INCLUDING, BUT NOT LIMITED TO, ANY WARRANTY OF TITLE, POSSESSION OR QUIET ENJOYMENT, AND THE TRANSFERRED ASSETS ARE SOLD, ASSIGNED AND TRANSFERRED "WHERE IS, AS IS" WITHOUT ANY WARRANTIES BY ASSIGNOR WHATSOEVER, EXPRESS OR IMPLIED OR STATUTORY, OF MARKETABILITY, QUALITY, CONDITION, MERCHANTABILITY AND/OR FITNESS FOR A PARTICULAR PURPOSE OR USE, ALL OF WHICH ARE HEREBY EXPRESSLY DISCLAIMED.* Notwithstanding the foregoing disclaimer of warranties by Assignor, Assignee shall have full rights of substitution and subrogation to all warranties heretofore given by others in respect to the Transferred Assets or any part thereof.

[ASSIGNOR'S SIGNATURE ON FOLLOWING PAGE]

EXECUTED as of the date set forth in the acknowledgment of Assignor's signature herein, but effective for all purposes as of the Effective Date.

ASSIGNOR:

Theo W. Muller
THEO W. MULLER

ACKNOWLEDGMENT

THE STATE OF Connecticut
COUNTY OF Hartford

§
§
§

Before me personally appeared said THEO W. MULLER and acknowledged the foregoing instrument to be his free act and deed this 25 day of September, 2001.

Alma A. Muntele
Notary Public in and for
The State of Connecticut
My commission expires: Oct. 24, 2001

JOHN E. KEITHLY
SHANE A. ENGLISH
MARIO A. R. CARREÓN

KEITHLY & ENGLISH, PC
ATTORNEYS AT LAW
LICENSED TEXAS - NEW MEXICO
P.O. DRAWER 1329
ANTHONY, NEW MEXICO 88021

LOCATED AT:
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(505) 882-4500
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October 16, 2001

U.S. Patent & Trademark Office
Office of Public Records, CG-4
1213 Jefferson Davis Highway, Ste. 320
Arlington, VA 22202

Re: Assignment of Patent No. 5,832,739
Assignment of Patent No. 5,992-171
Assignor: Theo W. Muller
Assignee: Edgar P. Miles

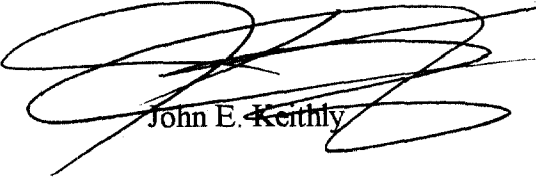
Dear Sir:

I enclose herewith the following:

1. Original copy of Records Form Cover Sheet with original copy of Assignment and Bill of Sale attached.
2. My check for \$80.00 payable to the Commissioner of Patents and Trademarks.

Please record the above-described transfer and provide notice of recordation to this office.

Very truly yours,



John E. Keithly

JEK/yu

ENCLOSURES

cc: Edgar P. Miles (via facsimile - (915) 581-6819)

RECORDED: 10/24/2001

PATENT
REEL: 012280 FRAME: 0030