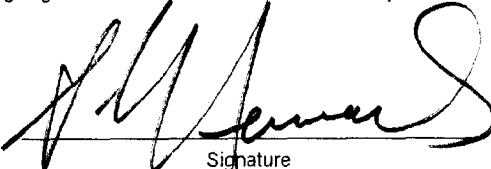
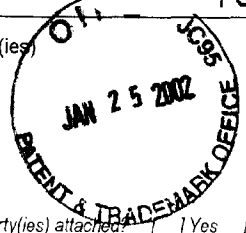


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1. Name of conveying party(ies) Ghelton, Inc.		2. Name and Address of receiving party(ies) Name: <u>Everett J. Prescott, Inc.</u> Address: <u>191 Central Street</u> <u>Gardiner, ME 04345</u>	
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ <input type="checkbox"/> Security Agreement <input type="checkbox"/> Merger			
Execution Date: <u>January 15, 2002</u>			
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: _____ Date			
A. Patent Application No(s).		B. Patent No(s). <u>5,236,228</u>	
Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
5. Name and address of party to whom correspondence concerning document should be mailed:  <b>BROWDY AND NEIMARK, P.L.L.C.</b> <b>624 Ninth Street, N.W.</b> <b>Suite 300</b> <b>Washington, D.C. 20001-5303</b>		6. Number of applications and patents involved: <b>One ( 1 )</b>	
		7. Amount of fee enclosed or authorized to be charged: <b>\$40.00</b>	
		8. PTO Form-2038 in the amount of \$40.00 is attached.	
01/28/2002 BABRAHA1 00000152 5236228 01 FC:581      40.00 DP		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.			
<u>Sheridan Neimark (Reg. No. 20,525)</u> Name of Person Signing		 Signature	<u>January 25, 2002</u> Date
SN:rd		Total number of pages including cover sheet [03]	



## ASSIGNMENT

Whereas, by virtue of an Assignment recorded in the United States Patent and Trademark Office on Reel 006079, Frame 0740, on April 3, 1992, Ghelton, Inc, (hereinafter "Ghelton" a corporation having a place of business at 38 Albion Road, Lincoln, RI 02865, is the owner of the entire right, title and interest in and to United States Letters Patent issued to Robert A. Lawton for "WATER METER ADAPTOR", which Letters Patent are numbered 5,236,228 and bear date August 17, 1993, and of the invention therein described; and


Whereas, Everett J. Prescott, Inc., of 191 Central Street, Gardiner, ME 04345 (hereinafter "Prescott") is desirous of acquiring the entire right, title and interest in and to the aforesaid Letters Patent and the invention therein described and claimed;

Now, Therefore, in consideration of the sum of Ten Dollars (\$10.00) paid by Perscott to Ghelton and other good and valuable consideration, the receipt of which is hereby acknowledged, Ghelton has sold, assigned and transferred and by these presents does hereby sell, assign and transfer unto the said Prescott, the entire right, title and interest in and to the said invention within the United States of America and its territorial possessions and in and to the said United States Letters Patent, and to any and all reissues of said Letters Patent that may be granted thereon, together with the right to extend the protection of such Letters Patent to the various territorial possessions now owned or which may be

hereafter acquired by the United States of America, all said rights to be held and enjoyed by Prescott for its own use and enjoyment and for the use and enjoyment of its successors, assigns, or nominees to the full end of the term or terms for which said Letters Patent are granted, or may be reissued, as fully and entirely as the same would have been held and enjoyed by Ghelton if this assignment, transfer and sale had not been made; together with all claims for damages by reason of past infringement of said Letters Patent, with the right to sue for and collect the same for its own use and enjoyment and for the use and enjoyment of its successors, assigns, or nominees.


GHELTON, INC.

Date: January 15, 2002

By:   
(Signature)

Robert A. Lawton  
(Typed Name)

Division Manager  
(Title)

Witness:   
(Signature)

Sarah Boynes January 15, 2002  
(Typed Name and Date)