

Form PTO-1595
(Rev. 10/02)

RECORDATION FORM COVER SHEET
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U.S. DEPARTMENT OF COMMERCE
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OMB No. 0651-0027 (exp. 6/30/2005)

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

1. Name of conveying party(ies):

Smiths Group plc

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: 11/18/02

2. Name and address of receiving party(ies)

Name: Vent-Axia Group Limited

Internal Address: _____

Street Address: 765 Finchley Road

City: London State: UK Zip: NW11 8DS

Additional name(s) & address(es) attached? Yes No

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) 09/960,307;
09/810,539

B. Patent No.(s) 6,196,303;
5,810,244; 5,664,872; 4,642,725

Additional numbers attached? Yes No

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

Name: Burton A. Amernick

Internal Address: _____

Street Address: Connolly Bove Lodge & Hutz

City: Washington State: DC Zip: 20036

6. Total number of applications and patents involved: 0

7. Total fee (37 CFR 3.41).....\$ 360

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

22-0185

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9. Signature.

Burton A. Amernick
Name of Person Signing


Signature

11-21-02
Date

Total number of pages including cover sheet, attachments, and documents: 0

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

Recordation Form Cover Sheet

Item 4B Patent Nos. Continued: 4,659,975; 4,751,451; 6,401,802

PATENT ASSIGNMENT

DATED 15th November 2002

SMITHS GROUP PLC

and

VENT-AXIA GROUP LIMITED

ALLEN & OVERY

London

THIS ASSIGNMENT OF PATENTS is dated 18th November 2002

BETWEEN

- (1) **SMITHS GROUP PLC** (registered number 137013), whose registered office is at 765 Finchley Road, London NW11 8DS ("**Assignor**"); and
- (2) **VENT-AXIA GROUP LIMITED** (registered number 1102834) whose registered office is at 765 Finchley Road, London NW11 8DS ("**Assignee**")

BACKGROUND

- (A) The Assignor is the legal owner of the patents, and has applied for the patent applications, each listed in the Schedule to this assignment (the "**Patents**").
- (B) The Assignee and/or its subsidiaries (as defined in section 736 of the Companies Act, 1985) have for some years past used the Patents in its/their businesses.
- (C) The parties are entering into this assignment in order to transfer the Assignor's legal title in the Marks to the Assignee.

IT IS AGREED

1. In consideration of the payment by the Assignee to the Assignor of the sum of £1.00 (receipt of which is acknowledged by the Assignor), the Assignor hereby assigns to the Assignee such right, title and interest as it holds in the Patents.
2. The Assignor agrees, at the request and expense of the Assignee, to provide all reasonable assistance to the Assignee in connection with bringing or defending any proceedings in relation to the Patents.
3. This assignment includes the right (where applicable) to file applications under the Paris Convention, corresponding to or based on any of the applications for the Patents, and to claim priority from those applications.
4. The Assignor agrees, at the request and expense of the Assignee, to sign any documents and to do all other things which may be necessary to give effect to this assignment as soon as reasonably practicable including, in the case of UK Patents, enabling the Assignee to record their assignment in the records of the United Kingdom Patent Office, and, in the case of non-UK Patents, to enable the Assignee to fulfil all relevant national registry requirements for the recordal of the assignment of the Patents.
5. The Assignor will transfer to the Assignee all records, data, files and other information (in any format and medium) which is in its possession, power or control and which relates to the Patents as soon as reasonably possible after the date of this assignment, or shall instruct its advisers and agents to do so.
6. The Assignee acknowledges that the Assignor gives no representation, warranty, indemnity or guarantee in respect of any of the Patents.
7. This assignment is governed by English law. The parties agree that the English courts are to have jurisdiction to settle any disputes which may arise in connection with this assignment

and that any proceedings arising in connection with this assignment will be brought to those courts.

SCHEDULE 1

Patents

PATENT NUMBER	SMITHS FILE NO.	INTERNAL TITLE	COUNTRY	REGISTERED HOLDER APPLICANT	RENEWAL DATE
2345535	9928897	Extruded Duct	'Great Britain'	Smiths Group plc	08/12/03
2344165 1004830 171051/2000 6196303	9925249	Fancoil Drain Tray	'Great Britain' 'Europe' 'Japan' 'USA'	Smiths Group plc Smiths Group plc Smiths Group plc Smiths Industries plc (now Smiths Group plc)	27/10/03 26/10/03 ----- 06/09/04
2298057 0731402 705495 2167252 5810244	9525974	Humidity & Temperature Fan Control	Great Britain Ireland Australia 'Canada' USA	Smiths Group plc Smiths Group plc Smiths Group plc Smiths Industries plc (now Smiths Group plc) Smiths Group plc	19/12/02 21/12/02 02/01/03 15/01/03 22/03/06
111602 5664872	9324030	Combined Lamp & Fan	Israel USA	Smiths Group plc Smiths Group plc	11/11/04 09/03/05
P3571715.7 0177215 0177215 4642725 547547	8425120	Solenoid Actuator Circuit	Germany Great Britain Italy USA Spain	Smiths Industries plc (now Smiths Group plc) Smiths Group plc Smiths Group plc Smiths Industries plc (now Smiths Group plc) Smiths Industries plc (now Smiths Group plc)	17/09/03 17/09/03 17/09/03 10/02/04 24/06/03
P3582473.5 0180311 0180311 0180311 4659975 547546	8425119	Switched Capacitors Motor Control	Germany France Great Britain Italy USA Spain	Smiths Industries plc (now Smiths Group plc) Smiths Group plc Smiths Group plc Smiths Group plc Smiths Industries plc (now Smiths Group plc) Smiths Industries plc (now Smiths Group plc)	17/09/03 17/09/03 17/09/03 17/09/03 21/04/04 21/05/03
4751451	8425118	Plug-in Capacitor Fan Control	USA	Smiths Industries plc (now Smiths Group plc)	-----
0210833.0	0200190	Magnetic Face Flap Sensing	'Great Britain'	Smiths Group plc	11/05/03 C
0210434.7	0200170	Undulating Heat	'Great Britain'	Smiths Group plc	08/05/03 C

		Exchanger			
2370348 72183/01 2358004 02106573.X 1191297 897/MUM/20 01 145402/01 283378/2001 7380/2002 514352/01 20017824 09/960307	0121865	Clamped-edge Heat Exchanger - Project Satsuma	'Great Britain' 'Australia' 'Canada' 'China' 'Europe' 'India' 'Israel' 'Japan' 'Korea' 'New Zealand' 'South Africa' 'USA'	Smiths Group plc Smiths Group plc Smiths Group plc Smiths Group plc Smiths Group plc Smiths Group plc Smiths Group plc Smiths Group plc Smiths Group plc Smiths Group plc Smiths Group plc	11/09/05 06/09/06 ----- ----- 11/09/03 ----- ----- ----- ----- ----- 21/09/04 -----
2360202 1136026 09/810539	0105908	Through-the- Wall Vacuum Cleaner	'Great Britain' 'Europe' 'USA'	Smiths Group plc	12/03/05 13/03/03 -----
2361991	0105310	Dimpled Plate Heat Exchanger	'Great Britain'	Smiths Group plc	05/03/05
2361993	0105309	Combined Smoke Filter/Heat Recovery System	'Great Britain'	Smiths Group plc	05/03/05
2361992 2340874 01302013.6 75421/2001 510413/01 6401802	0105308	Heat Recovery Housing - Project Orange	'Great Britain' 'Canada' 'Europe' 'Japan' 'New Zealand' 'USA'	Smiths Group plc Smiths Group plc Smiths Group plc Smiths Group plc Smiths Group plc Smiths Group plc	05/03/05 15/03/03 06/03/03 ----- ----- 11/12/05
2136291	8304780	Hand face drier	Great Britain	Smiths Group plc	
2351552	0012433	Water Flow Controlled Fan	'Great Britain'	Smiths Group plc	24/05/04

C - due date for foreign filing and completion of UK application.

Countries appearing within ' ' indicates that applications/patent pending

This assignment has been signed on behalf of the parties by their duly authorised representatives on the date which appears first on page 1.

Signed by: DAVID P LILLYCROP

For SMITHS GROUP PLC



Signed by: GRAHAM HARDCASTLE

For VENT-AXIA GROUP LIMITED

