

11-04-2002



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To the Honorable Commissioner of Patents

Remarks: Please Record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Geotechnical Reinforcement Company, Inc.

10-28-02

2. Name and address of receiving party(ies)

Name: Geotechnical Reinforcement, Inc.

Internal Address:

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

3. Nature of conveyance:

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

Street Address: 2857 Paradise Road

#2302

City: Las Vegas State: NV Zip: 89109

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

Execution Date: July 30, 2002

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

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

A. Patent Application No.(s)

B. Patent No.(s)

6,354,768

Additional numbers attached? Yes No

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

Name: Jon O. Nelson

Internal Address:

Street Address: 10 S. Wacker Drive

Suite 3000

City: Chicago State: IL Zip: 60606

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41) \$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-0733

(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.

Jon O. Nelson

Name of Person Signing

Jon O. Nelson
Signature

October 28, 2002

Date

Total number of pages including cover sheet, attachments, and documents: 12

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

11/04/2002 LNUELLER 00000007 190733 6354768
01 50-8021 40.00 CH

BILL OF SALE
ASSIGNMENT OF PATENT RIGHTS, KNOW HOW AND ROYALTY OBLIGATION

THIS BILL OF SALE AND ASSIGNMENT OF PATENT RIGHTS, KNOW HOW AND ROYALTY OBLIGATION (the "Assignment") is made by Geotechnical Reinforcement Company, Inc. ("GRC"), a corporation of the State of Georgia, 8283 North Hayden Drive, Scottsdale, Arizona 85258, and Geopier Foundation Company, Inc., a corporation of the State of Georgia, 8283 North Hayden Drive, Suite 291, Scottsdale, Arizona 85258 ("GFC," and together with GRC, "Assignors") to Geotechnical Reinforcement, Inc., a corporation of the State of Nevada, 1356 Knotty Pine Way, Mt. Charleston, Nevada 89124 ("Assignee").

Whereas GRC desires to assign to Assignee GRC's entire right, title and interest in and to the patents and patent applications set forth on Exhibit A hereto (the "Patents");

Whereas Assignors desire to assign to Assignee all of their respective right, title and interest in and to the know how, confidential information, technology, specifications, plans, and information which are unique to the Patents and necessary to practice the inventions of the Patents (the "Know How");

Whereas GRC is party to that certain Royalty Agreement by and between GRC and Evert C. Lawton ("Lawton") dated as of July 23, 2002, a copy of which is attached as Exhibit B hereto, pursuant to Section 3 of which GRC (including its assigns or designees) is obligated to pay Lawton a royalty with respect to the use of the Foreign '892 Patent Rights (as defined) in consideration of Lawton's assignment of his rights to the Foreign '892 Patent Rights, and furthermore to provide royalty reports to Lawton with respect to revenues received under the Foreign '892 Patent Rights, and to permit Lawton to inspect certain records concerning the calculation of his royalty payment (collectively, the "Foreign Royalty Obligation");

Whereas GRC desires to assign to Assignee the Foreign Royalty Obligation; and

Whereas Assignee desires to accept an assignment of the Patents, the Know How and the Foreign Royalty Obligation.

NOW THEREFORE, in consideration of one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is acknowledged, Assignors and Assignee agree as follows:

GRC hereby assigns to Assignee all right, title and interest in and to the Patents, including any divisions, continuations or reissues thereof, and including the right to seek and collect damages for past and future infringements, theft or misappropriation of the Patents and to seek and obtain injunctive relief with respect to enforcement of rights in the Patents. GRC further agrees, at Assignee's sole expense, to execute any and all additional documents necessary to effect this

assignment including any and all documents necessary for recordal and valuation of the rights and property assigned herewith.

GRC hereby agrees, upon the reasonable request and at the sole expense of Assignee, its successors and assigns, and except as may be provided in a separate agreement between two or more of the parties, to execute any and all divisional, continuation and substitute applications for inventions or improvements disclosed in the Patents, and any necessary oath, affidavit or declaration relating thereto, and any application for the reissue or extension of any Letters Patent that may be granted upon said application and any and all applications and other documents for Letters Patent in foreign countries on said inventions or improvements disclosed in the Patents, that Assignee, its successors or assigns may deem necessary or expedient, and authorize Assignee to apply for patents for said inventions or improvements disclosed in the Patents in its own name in such countries where such procedure is proper and further agree, upon the reasonable request of Assignee, its successors and assigns, and at Assignee's sole expense, to provide reasonable cooperation to Assignee, its successors and assigns, in any proceedings or transactions involving such applications or patents, including the preparation and execution of preliminary statements, giving and producing evidence, and performing any and all other reasonable acts necessary to obtain, maintain and enforce said Patents, both United States and foreign, and vest all rights therein hereby conveyed in the Assignee, its successors and assigns, whereby said Letters Patent will be held and enjoyed by the said Assignee, its successors and assigns, to the full end of the term for which said Patents will be granted, as fully and entirely as the same would have been held and enjoyed by the Assignee if this assignment had not been made.

Assignors hereby assign to Assignee all right, title and interest in and to the Know How to Assignee. For the avoidance of doubt, any and all know how, confidential information, technology, specifications, plans, information and the like of Assignors, to the extent they relate in any way to, or are otherwise helpful to practice under, any patents, patent applications or patent rights of Assignors not assigned hereunder, are retained by Assignors and not conveyed hereunder.

GRC hereby assigns to Assignee the Foreign Royalty Obligation, and Assignee hereby expressly assumes the Foreign Royalty Obligation, and agrees to indemnify and hold harmless GRC from and against any and all costs incurred as a result of any failure of Assignee to perform fully and satisfy the Foreign Royalty Obligation.

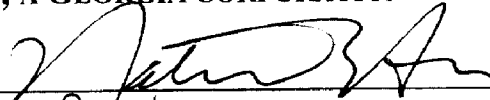
Assignee hereby acknowledges and agrees that the rights granted to Assignee hereunder are provided and are hereby made subject to the rights of first refusal and other rights of Atlantech Holding Corp., a Delaware corporation ("Atlantech"), in and to the Patents and the Know How and any modifications or improvements thereto as set forth in the Right of First Offer and First Refusal Agreement between, among others, Assignee and Atlantech dated as of July 31, 2002.

THIS AGREEMENT IS PROVIDED WITHOUT WARRANTY OF ANY KIND, EXPRESS, IMPLIED OR STATUTORY, INCLUDING WITHOUT LIMITATION THE IMPLIED WARRANTIES OF TITLE, NONINFRINGEMENT, MERCHANTABILITY AND FITNESS FOR A PARTICULAR PURPOSE.

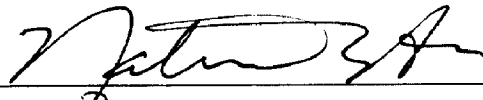
This Assignment shall be binding upon the parties, their successors and/or assigns and all others acting by, through, with or under their direction, and all those in privity therewith.

Agreed this 30th day of July, 2002.

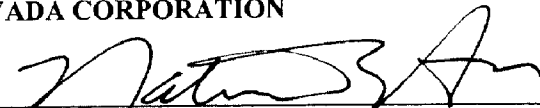
**GEOTECHNICAL REINFORCEMENT COMPANY,
INC., A GEORGIA CORPORATION**

By: 
Title: President

**GEOPIER FOUNDATION COMPANY, INC.,
A GEORGIA CORPORATION**

By: 
Title: President

**GEOTECHNICAL REINFORCEMENT, INC., A
NEVADA CORPORATION**

By: 
Title: President

State of COLORADO)
County of DENVER) SS.

This 30th day of July, 2002, before me personally came the above-named officer of Assignors, known to me as the individual who executed the foregoing assignment, who acknowledged to me that he/she executed the same of his/her own free will for the purposes herein set forth.

BREE EDDY
NOTARY PUBLIC
STATE OF COLORADO
My Commission Expires July 12, 2004

Bree Eddy
Notary Public
My Commission Expires: July 12, 2004

PATENTS AND PATENT APPLICATIONS ASSIGNED TO GEOTECHNICAL REINFORCEMENT, INC.

Country	Kind	Attorney Docket No.	Related Matters	Title	Filing Date	Serial No. /Patent No.	Status	Assignee	Next Action Due Date	Remarks
GEOPIER TECHNOLOGY										
France	Patent - National Phase	04017.00030	same as above	Short Aggregate Piers and Method and Apparatus for Producing the Same	20-Mar- 92	USP 5249892 EP0533890	Issued	None	31-Mar-03 Tax payment due	
Germany	Patent - National Phase	04017.00031	same as above	Short Aggregate Piers and Method and Apparatus for Producing the Same	20-Mar- 92	USP 5249892 EP0533890	Issued	None	31-Mar-03 Tax payment due	
Italy	Patent - National Phase	04017.00032	same as above	Short Aggregate Piers and Method and Apparatus for Producing the Same	20-Mar- 92	USP 5249892 EP0533890	Issued	None	31-Mar-03 Tax payment due	
Netherlands	Patent - National Phase	04017.00033	same as above	Short Aggregate Piers and Method and Apparatus for Producing the Same	20-Mar- 92	USP 5249892 EP0533890	Issued	None	31-Mar-03 Tax payment due	
Switzerland	Patent - National Phase	04017.00034	same as above	Short Aggregate Piers and Method and Apparatus for Producing the Same	20-Mar- 92	USP 5249892 EP0533890	Issued	None	31-Mar-03 Tax payment due	
United Kingdom	Patent - National Phase	04017.00035	same as above	Short Aggregate Piers and Method and Apparatus for Producing the Same	20-Mar- 92	USP 5249892 EP0533890	Issued	None	20-Mar-03 Tax payment due	
The EP	Patent - European Phase	04017.00016	04017.00016 04017.00017 04017.00018 04017.00019 04017.00020 04017.00021 04017.00022 04017.00023 04017.00024 04017.00025 04017.00038	Short Aggregate Pier Techniques	25-Jan-00	EP 00908362.7	Published	Geotechnical Reinforcement Company, Inc.		

04017.75222
04017.83729

Country	Kind	Attorney Docket No.	Related Matters	Title	Filing Date	Serial No. Patent No.	Status	Assignee	Next Action Due Date	Remarks
South Korea	Patent - National Phase	04017.00017	same as above	Short Aggregate Pier Techniques	25-Jan-00	2001-7010092	Pending	Geopier Foundation Company, Inc. (Assignment to Geotechnical Reinforcement Company, Inc. in the process of being recorded)	25-Jan-05 request examination	
India	Patent - National Phase	04017.00018	same as above	Short Aggregate Pier Techniques	25-Jan-00	IN/PCT/2001/0106 9/MUM	Pending	Geopier Foundation Company, Inc. (Assignment to Geotechnical Reinforcement Company, Inc. in the process of being recorded)		
Australia	Patent - National Phase	04017.00021	same as above	Short Aggregate Pier Techniques	25-Jan-00	29722/00	Pending	Geotechnical Reinforcement Company, Inc.		
China	Patent - National Phase	04017.00022	same as above	Short Aggregate Pier Techniques	25-Jan-00	00803602.0	Pending	Geotechnical Reinforcement Company, Inc.		
Federation of Russia	Patent - National Phase	04017.00023	same as above	Short Aggregate Pier Techniques	25-Jan-00	2001124823	Pending	Geotechnical Reinforcement Company, Inc.	25-Jan-03 request examination	
Vietnam	Patent - National Phase	04017.00024	same as above	Short Aggregate Pier Techniques	25-Jan-00	1-2001-00745	Pending	Geotechnical Reinforcement Company, Inc.		
Hong Kong	Patent Utility	04017.00038	04017.00016 04017.00017 04017.00018 04017.00019 04017.00020 04017.00021 04017.00022 04017.00023 04017.00024 04017.00025 04017.00038 04017.75222 04017.83730	Short Aggregate Pier Techniques	21-May- 02	02103804.8	Pending	Geotechnical Reinforcement Company, Inc.		

CYCLONE PIER TECHNOLOGY

Includes all patent applications filed in countries outside the territory consisting of the countries and territories comprising North, Central and South America and the Caribbean Sea that claim priority to PCT App. No. PCT/US01/19214

Country	Kind	Attorney Docket No.	Related Matters	Title	Filing Date	Serial No. Patent No.	Status	Assignee	Next Action Due Date	Remarks
PRE-LOAD PILE TECHNOLOGY										
U.S.A.	Patent Utility	04017.00011	same as above	Soil Reinforcement Method and Apparatus	24-Jan-00	09/490,670 USP 6,354,768	Issued	Geotechnical Reinforcement Company, Inc.	12-Sep-05 Maintenance Fee Due	Also known as pillow pile
PCT	International Patent Application	04017.00006	04017.00006 04017.00011 04017.00013 04017.00014 04017.00015 04017.00039 04017.00040 04017.00041 04017.00042 04017.00043 04017.00044 04017.00045 04017.00046 04017.00047 04017.00048 04017.00049	Soil Reinforcement Method and Apparatus	22-Jan-01	PCT/US01/1977	Published	Geotechnical Reinforcement Company, Inc.	24-Jul-02 Extended National Phase Due	
The Philippines	Non convention Patent Application	04017.00013	04017.00006 04017.00011 04017.00013 04017.00014 04017.00015 04017.00039 04017.00040 04017.00041 04017.00042 04017.00043 04017.00044 04017.00045 04017.00046 04017.00047 04017.00048 04017.00049	Soil Reinforcement Method and Apparatus	24-Jul-01	1-2001-01884	Pending	Geopier Foundation Company, Inc. (Assignment to Geotechnical Reinforcement Company, Inc. in the process of being recorded)		
Thailand	Non convention Patent Application	04017.00014	same as above	Soil Reinforcement Method and Apparatus	23-Jul-01	67159	Pending	Geopier Foundation Company, Inc. (Assignment to Geotechnical Reinforcement Company, Inc. in the process of being recorded)		

Country	Kind	Attorney Docket No.	Related Matters	Title	Filing Date	Serial No. Patent No.	Status	Assignee	Next Action Due Date	Remarks
Taiwan	Non convention Patent Application	04017.00015	same as above	Soil Reinforcement Method and Apparatus	23-Jul-01	90117910	Pending	Geopier Foundation Company, Inc. (Assignment to Geotechnical Reinforcement Company, Inc. in the process of being recorded)		
Australia	Patent - National Phase	04017.00039	04017.00006 04017.00011 04017.00013 04017.00014 04017.00015 04017.00039 04017.00040 04017.00041 04017.00042 04017.00043 04017.00044 04017.00045 04017.00046 04017.00047 04017.00048 04017.00049	Soil Reinforcement Method and Apparatus	22-Jan-01	n/a	Pending	Geotechnical Reinforcement Company, Inc.	24-Jul-02 Extended National Phase	
Brazil	Patent - National Phase	04017.00040	same as above	Soil Reinforcement Method and Apparatus	22-Jan-01	n/a	Pending	Geotechnical Reinforcement Company, Inc.	24-Jul-02 Extended National Phase	
Canada	Patent - National Phase	04017.00041	same as above	Soil Reinforcement Method and Apparatus	22-Jan-01	n/a	Pending	Geotechnical Reinforcement Company, Inc.	24-Jul-02 Extended National Phase	
China	Patent - National Phase	04017.00042	same as above	Soil Reinforcement Method and Apparatus	22-Jan-01	n/a	Pending	Geotechnical Reinforcement Company, Inc.	24-Jul-02 Extended National Phase	
The EP	Patent - National Phase	04017.00043	same as above	Soil Reinforcement Method and Apparatus	22-Jan-01	n/a	Pending	Geotechnical Reinforcement Company, Inc.	24-Jul-02 Extended National Phase	
India	Patent - National Phase	04017.00044	same as above	Soil Reinforcement Method and Apparatus	22-Jan-01	n/a	Pending	Geotechnical Reinforcement Company, Inc.	24-Jul-02 Extended National Phase	
South Korea	Patent - National Phase	04017.00045	same as above	Soil Reinforcement Method and Apparatus	22-Jan-01	n/a	Pending	Geotechnical Reinforcement Company, Inc.	24-Jul-02 Extended National Phase	
Mexico	Patent - National Phase	04017.00046	same as above	Soil Reinforcement Method and Apparatus	22-Jan-01	n/a	Pending	Geotechnical Reinforcement Company, Inc.	24-Jul-02 Extended National Phase	

Federation of Russia	Patent - National Phase	04017.00047	same as above	Soil Reinforcement Method and Apparatus	22-Jan-01	n/a	Pending	Geotechnical Reinforcement Company, Inc.	24-Jul-02 Extended National Phase	
Country	Kind	Attorney Docket No.	Related Matters	Title	Filing Date	Serial No. / Patent No.	Status	Assignee	Next Action Due Date	Remarks
Vietnam	Patent - National Phase	04017.00048	same as above	Soil Reinforcement Method and Apparatus	22-Jan-01	n/a	Pending	Geotechnical Reinforcement Company, Inc.	24-Jul-02 Extended National Phase	
Malaysia	Patent Utility	04017.00049	same as above	Soil Reinforcement Method and Apparatus	n/a	n/a	Pending	Geotechnical Reinforcement Company, Inc.	24-Jul-02 File in Malaysia	
Hong Kong	Patent Utility	04017.____	04017.00006 04017.00011 04017.00013 04017.00014 04017.00015 04017.00039 04017.00040 04017.00041 04017.00042 04017.00043 04017.00044 04017.00045 04017.00046 04017.00047 04017.00048 04017.00049	Soil Reinforcement Method and Apparatus	n/a	n/a	Pending	Geotechnical Reinforcement Company, Inc.		

EXHIBIT B
Royalty Agreement

Page 1 of 1

RECORDED: 10/28/2002

PATENT
REEL: 013429 FRAME: 0824