Form PTO-1595 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇔ ⇔ ♥ ▼ ▼	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.			
1. Name of conveying party(ies): Richard D. Williams Lacey C. Coffey	2. Name and address of receiving party(ies) Name: Control Flow Inc. Internal Address:		
Additional name(s) of conveying party(ies) attached? Yes	170		
3. Nature of conveyance: Assignment Merger Security Agreement Change of Nam Other			
12/09/2002 Execution Date:	City: Houston State: TX Zip: 77064		
A. Patent Application No.(s)	application, the execution date of the application is: 12/09/02 B. Patent No.(s)		
5. Name and address of party to whom corresponder	nce 6. Total number of applications and patents involved:		
concerning document should be mailed: Name:Anthony F. Matheny	7. Total fee (37 CFR 3.41)\$40.00		
Andrews & Kurth L.L.P.	✓ Enclosed		
miernal Address.	Authorized to be charged to deposit account		
Street Address: 600 Travis Suite 4200	8. Deposit account number: 50-0897		
City: Houston State: TX Zip: 77002			
DO NOT USE THIS SPACE			
9. Signature.			
Anthony F. Matheny Name of Person Signing	December 9, 2002 Signature Date		
Total number of pages including	cover sheet, attachments, and documents: 3		

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments

Washington, D.C. 20231

ASSIGNMENT

FOR GOOD AND VALUABLE CONSIDERATION, the receipt, sufficiency and adequacy of which are hereby acknowledged, the undersigned, do hereby:

SELL, ASSIGN AND TRANSFER to CONTROL FLOW INC., (the "Assignee"), a Texas corporation, having a place of business at 9201 Fairbanks N. Houston Rd., Houston, Texas 77064, the entire right, title and interest for the United States and all foreign countries in and to any and all improvements which are disclosed in the non-provisional application for United States Letters Patent, filed herewith, and entitled "PORTABLE DRILL STRING COMPENSATOR;" such application and all provisional, non-provisional, divisional, continuation, continuation-in-part, substitute, renewal, reissue, reexamined, and all other applications for patent which have been or shall be filed in the United States and all foreign countries on any of such improvements; all other original and reissued patents which have been or shall be issued in the United States and all foreign countries on such improvements, together with the right to sue for past infringement of any of the same; and specifically including the right to file foreign applications under the provisions of any convention or treaty and claim priority based on such application in the United States;

AUTHORIZE AND REQUEST the issuing authority to issue any and all United States and foreign patents granted on such improvements to the Assignee;

WARRANT AND COVENANT that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been or will be made to others by the undersigned, and that the full right to convey the same as herein expressed is possessed by the undersigned;

COVENANT, when requested and at the expense of the Assignee, to carry out in good faith the intent and purpose of this assignment, the undersigned will execute all non-provisional, divisional, continuing, substitute, renewal, reissue, and all other patent applications on any and all such improvements; execute all rightful oaths, declarations, assignments, powers of attorney and other papers; communicate to the Assignee all facts known to the undersigned relating to such improvements and the history thereof; and generally do everything possible which the Assignee shall consider desirable for vesting title to such improvements in the Assignee, and for securing, maintaining and enforcing proper patent protection for such improvements;

HOU:2096902.1

PATENT REEL: 013564 FRAME: 0264 TO BE BINDING on the heirs, assigns, representatives and successors of the undersigned and extend to the successors, assigns and nominees of the Assignee.

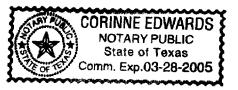
Richard DW.	ilhan	DATE: 12/9/02
RICHARD D. WILLIAMS		
STATE OF TEXAS	8	
	\$ \$ 8	
COUNTY OF HARRIS	2	
personally appeared RICH	IARD D. WILLIAMS ASSIGNMENT and	day of <u>Quantum</u> , 2002, sknown to me to be the person whose name is acknowledged to me that he executed the same of tion therein expressed.
ISEAL]	ORINNE EDWARDS NOTARY PUBLIC State of Texas mm. Exp.03-28-2005	Carinne The State Of Texas Notary Public In And For The State Of Texas
LACEY C. COFFEY	7	DATE: 12-09-0Z
STATE OF TEXAS	§ 8	

BEFORE ME, the undersigned authority, on this 9th day of 2002, personally appeared LACEY C. COFFEY known to me to be the person whose name is subscribed to the foregoing ASSIGNMENT and acknowledged to me that he executed the same of his own free will for the purposes and consideration therein expressed.

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[SEAL]

COUNTY OF HARRIS



Notary Public In And For The State Of Texas

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RECORDED: 12/09/2002

PATENT REEL: 013564 FRAME: 0265