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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.

1. Name of conveying party(ies):
Dan T. Benson

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

2. Name and address of receiving party(ies)
Name: Oceaneering International, Inc.

Internal Address: _____

Street Address: 11911 FM 529

City: Houston State: TX Zip: 77041

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 06/25/2003

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) 6,561,112

Additional numbers attached? Yes No

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

Internal Address: Duane Morris LLP

Street Address: One Greenway Plaza, Suite 500

City: Houston State: TX Zip: 77046

6. Total number of applications and patents involved:
7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

FINANCE SECTION
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9. Signature.

Gary R. Maze
Name of Person Signing

Signature

07/17/2003
Date

Total number of pages including cover sheet, attachments, and documents: 3

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

PATENT
REEL: 014277 FRAME: 0832

ASSIGNMENT FOR UNITED STATES PATENT

WHEREAS: **Dan T. Benson**
15418 Winterhaven
Tomball, Texas 77375
United States

James R. Reaux
2230 Apache Lane
Brookshire, Texas 77423
United States

(hereinafter referred to as ASSIGNORS), have invented and own a certain invention entitled: **System and Method for a Motion Compensated Moon Pool Submerged Platform**, found in U.S. patent number **6,561,112**, issued on **May 13, 2003**;

WHEREAS: **Oceaneering International, Inc.**
11911 FM 529
Houston, Texas
United States of America
(a Delaware corporation)

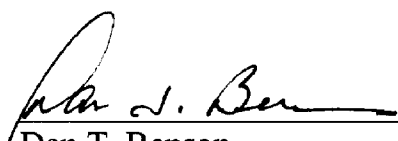
(hereinafter referred to as ASSIGNEE), is desirous of acquiring the entire interest in, to and under said invention and in, to and under Letters Patent or similar legal protection to be obtained therefor in the United States and in any and all foreign countries.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN: Be it known that in consideration of the payment by ASSIGNEE to ASSIGNORS of the sum of One Dollar (\$1.00), the receipt of which is hereby acknowledged, and for other good and valuable consideration, ASSIGNORS hereby sell, assign and transfer to ASSIGNEE the full and exclusive right, title and interest to said invention, in the United States and its territorial possessions and in all foreign countries, and to all Letters Patent or similar legal protection, in the United States and its territorial possessions and in any and all foreign countries, to be obtained for said invention by said application or any continuation, division, renewal, substitute or reissue thereof or any legal equivalent thereof in a foreign country for the full term or terms for which the same may be granted.

ASSIGNORS hereby covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment and sale.

ASSIGNORS further covenant that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said invention and said Letters Patent and legal equivalents in foreign countries as may be known and accessible to ASSIGNORS and will testify as to the same in any interference or litigation related thereto and will promptly execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents thereof in any foreign country which may be necessary or desirable to carry out the purposes thereof.

25 June 03
Date



Dan T. Benson

Date

James R. Reaux