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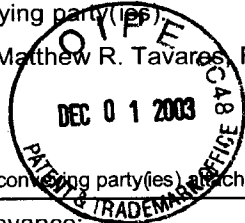
OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings

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

1. Name of conveying party(ies)
 Gary C. Foss, Matthew R. Tavares, Richard R. Basham

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



2. Name and address of receiving party(ies)
 Name: The Boeing Company
 Internal Address: _____
 Street Address: 100 North Riverside
 City: Chicago State: IL Zip: 60606

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 14, 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)
10/611,369

ATTORNEY DOCKET NO.: BOEI-1-1186

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Frank J. Bozzo
 Internal Address: Black Lowe & Graham, PLLC
 Street Address: 701 Fifth Avenue, Suite 4800
 City: Seattle State: WA Zip: 98104

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:

(Attach duplicate copy of this page if paying by deposit account)

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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.

Frank J. Bozzo, Reg. No. 36,756 [Signature] 11/26/03
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and documents: 5

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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: 014745 FRAME: 0648

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant: Foss et al. Attorney Docket No. BOEI-1-1186
Serial No.: 10/611,369 Group Art Unit: 2855
Filing Date: June 30, 2003 Examiner: —
Title: WATER CUT METER FOR MEASUREMENT OF WATER IN CRUDE OIL -
MAGNETIC

ASSIGNMENT

WHEREAS, I, Gary C. Foss, residing at 13803 SE 180th St., Renton, WA 98058, am one of the inventors named in the above-identified United States patent application;

WHEREAS, I, Matthew R. Tavares, residing at 32730 39th Ave. SW, Federal Way, WA 98023-2605, am one of the inventors named in the above-identified United States patent application;

WHEREAS, I, Richard R. Basham, residing at 12132 SE 280th St., Kent, WA 98031-8536, am one of the inventors named in the above-identified United States patent application;

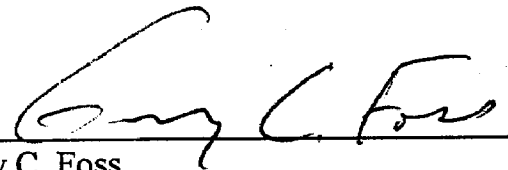
AND, WHEREAS, The Boeing Company, a Delaware corporation having a principal address at 100 North Riverside, Chicago, IL 60606-1596 (hereinafter referred to as ASSIGNEE), is desirous of acquiring the entire right, title, and interest in and to the patent application and related inventions;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, I hereby assign and transfer to ASSIGNEE the entire right, title, and interest in and to the patent application and related inventions, including all improvements, variations, derivations and inventive subject matter directly or indirectly related to the patent application and inventions, and all provisional or nonprovisional patent applications or issued patents that have been or may be granted thereon, including without limitation all reissues, divisions, continuations, continuations-in-part, and

extensions of the patent applications or patents, or any other form of protection for the inventions related to the patent application, in the United States and foreign countries; all rights of action arising from the inventions and all applications and patents on the inventions; all claims for damages by reason of past and future infringement of the inventions and all applications and patents on the inventions, and the right to sue and collect damages for such infringement; to be held and enjoyed by the ASSIGNEE for its own use and benefit and for its successors and assigns as the same would have been held by me had this assignment not been made.

I do hereby further agree and promise to execute all instruments and render all such assistance as ASSIGNEE may request in order to make and prosecute any and all applications on the inventions, to maintain and enforce any and all patents on the inventions, and to confirm in ASSIGNEE legal title to the inventions and all applications and patents on the inventions in the United States and foreign countries, all without charge to ASSIGNEE but at no expense to me. In the event that ASSIGNEE is unable for any reason, after reasonable effort, to secure my signature on any document needed in connection with the actions specified in this paragraph, or to otherwise perfect in ASSIGNEE the entire right, title, and interest in and to the patent application and related inventions, I hereby irrevocably designate and appoint the ASSIGNEE and its duly authorized officers and agents as my agent and attorney-in-fact, to act for and in my behalf to execute, verify and file any such documents and to do all other lawfully permitted acts to further the purposes of this assignment with the same legal force and effect as if executed by me. I hereby waive and quitclaim to the ASSIGNEE any and all claims, of any nature whatsoever, which I now or may hereafter have for infringement of any proprietary rights assigned to the ASSIGNEE.

EXECUTED at Seattle (city), Washington (state), this 14 day of Nov., 2003.



Gary C. Foss

EXECUTED at SEATTLE (city), WASHINGTON (state), this 14 day of
NOVEMBER, 2003.

Matthew R. Tavares
Matthew R. Tavares

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BLACK LOWE & GRAHAM^{PLLC}



701 Fifth Ave., Ste. 4800
Seattle, WA 98104
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PATENT

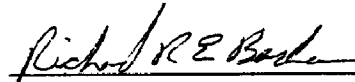
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EXECUTED at SEATTLE (city), WASHINGTON (state), this 13 day of
NOVEMBER, 2003.



Richard R. Basham

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