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PATENTS ONLY

Atty Ref/Docket No.: 30750-UT-Carb

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):
Rodney E. Herrington and Curtis M. Mitchke

2. Name and address of receiving party(ies):

Name: MIOX Corporation

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

Street Address: 5500 Midway Park Place NE

3. Nature of conveyance:

City: Albuquerque State: NM Zip: 87109

- Assignment Merger
- Security Agreement Change of Name
- Other

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

Execution Date: September 28, 2004

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)

Serial No. 10/946,658, filed September 22, 2004

Additional numbers attached? [] Yes [X] No

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

Name: Deborah A. Peacock, Reg. No. 31,649

6. Total number of applications and patents involved: 1

Address:
Peacock Myers & Adams, P.C.
P.O. Box 26927
Albuquerque, New Mexico 87125-6927
(505) 998-1501
Customer No. 005179

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

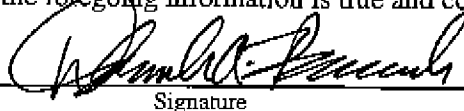
8. Please charge any additional fees or credit any over payments to our Deposit account number: 13-4213

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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.

Deborah A. Peacock/Reg. No. 31,649
Name of Person Signing

 10/29/04
Signature / Date

Total number of pages including cover sheet: 4

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

Commissioner of Patents and Trademarks
Mail Stop Assignment Recordation Services
P.O. Box 1450
Alexandria, VA 22313-1450

GH \$40.00 134213 10946658

ASSIGNMENT OF INVENTION AND PATENT RIGHTS

Inventors: Rodney Herrington
Curtis Mitchke

Serial No.: 10/ 946 , 658

Filing Date: September 22, 2004

For valuable consideration received or to be received, and hereby acknowledged, Rodney E. Herrington, 8631 Glenridge Place NW, Albuquerque, New Mexico 87114 and Curtis Mitchke, 7324 Tricia NE, Albuquerque, New Mexico 87113, (hereinafter referred to as "Inventors"), hereby sell, assign and transfer unto MIOX Corporation, 5500 Midway Park Place NE, Albuquerque, New Mexico 87109, its successors and assigns (hereinafter referred to as "Assignee"), the entire interest for the United States of America and all foreign countries, including all rights of priority under the international conventions and treaties, in and to a certain invention or improvement known as *Carbonate Scale Detector*, and described in a patent application filed in the United States Patent and Trademark Office on September 22, 2004, as Attorney Docket No. 30750-UT-Carb, and given U.S. Patent Application Serial No. 10/946 , 658 and in all Letters Patent of the United States and all foreign countries which may or shall be granted on said invention, or any parts thereof, or on said application, or on any provisional, utility, divisional, continuing, continuation-in-part, reissue, reexamination or other applications based in whole or in part thereon. And Inventors agree hereafter to execute all applications, amended specifications, deeds or other instruments, and to do all acts necessary or proper in Assignee's sole discretion to secure to Assignee the grant of Letters Patent in the United States and/or in other countries as Assignee may determine in its sole discretion, with specifications and claims in such form as shall be approved by Assignee's counsel, and to vest and confirm in Assignee the legal and equitable title and full use and benefit of all such patents.

Inventors hereby authorize and request the attorneys of record in said application to insert in this Assignment the filing date and serial number of said application when officially known.

Inventors further agree with Assignee that this Assignment covers all processes, specifications, procedures, techniques and other knowledge and information now or hereafter known to Inventors which are not in the public domain and which relate to the above-mentioned invention or improvement, its

manufacture, uses or embodiments, or other matters (the "Related Know-How"). Inventors agree to disclose or provide all Related Know-How to Assignee when discovered or upon request.

Inventors further covenant that Assignee will, upon its request, be provided promptly with all pertinent facts and documents relating to said application, said invention and said Letters Patent and legal equivalents in foreign countries as may be known and accessible to Inventors 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.

Inventors' rights in the above-mentioned invention or improvement and Related Know-How and any patent application(s) and Letters Patent thereon have not been previously assigned, mortgaged or otherwise encumbered, and Inventors have full right, power and authority to assign all such rights to Assignee hereunder.

As used herein, the terms "Inventors" and "Assignee" shall include such parties and their heirs, administrators, estates, successors and assigns of every kind.

Inventors hereby authorize and request the Commissioner of Patents and Trademarks of the United States, and all foreign countries' equivalent officials, to issue such Letters Patent as shall be granted on said application or applications based thereon to Assignee.

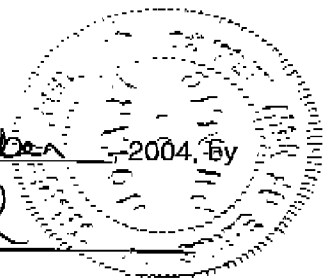
DATED this 28th day of September, 2004.

Rodney E. Herrington
Rodney E. Herrington

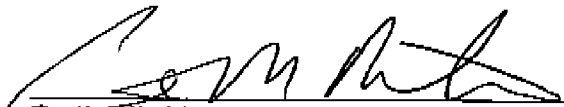
STATE OF NEW MEXICO)
) ss.
COUNTY OF BERNALILLO)

This instrument was acknowledged before me this 28th day of September, 2004, by Rodney E. Herrington.

Tracy Keel
Notary Public

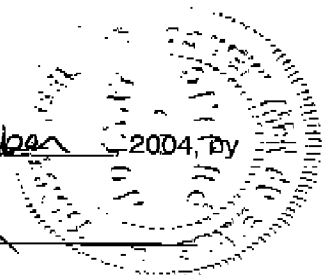


My commission expires:
10/30/06


Curtis Mitchke

STATE OF NEW MEXICO)
) ss.
COUNTY OF BERNALILLO)

This instrument was acknowledged before me this 28th day of September, 2004, by
Curtis Mitchke.




Notary Public

My commission expires:
10/30/06

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