-	28-2004
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.	Please Record the attached original documents or copy thereof.
1. Name of conveying party(ies): Pierre Lucien Cote Steven Kristian Pedersen Additional name of conveying party(ies) attached? Yes X No	2. Name and address of receiving party(ies) Name: Zenon Environmental Inc. Internal Address:
 Nature of conveyance: Assignment Merger 	Street Address: <u>3239 Dundas Street West</u>
 Security Agreement Change of Name Other Execution Date: June 7, 2004 and June 6, 2004 respectively 	City: <u>Oakville</u> State: <u>ON</u> Zip: <u>L6M 4B2</u> Additional Name(s) & address(es) attached? Yes X No
5. Name and address of party to whom correspondence	ttached? Yes X No 6. Total number of applications and patents involved: 1
concerning this document should be mailed:	
Name <u>: Bereskin & Parr</u>	7. Total fee (37 CFR 3.41) \$ <u>40.00</u>
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City: Toronto State: ON Zip: M5H 3Y2 CANADA	(Attach duplicate copy of this page if paying by deposit account
9. Statement and signature. To the best of my knowledge and belief, the foregoing infon is a true copy of the original document. Scott R. Pundsack .Regn.47.330 Name of Person Signing B&P File # 4320-561	mation is true and correct and any attached copy Mr. Signature June 17. 2004 Date
9. Statement and signature. To the best of my knowledge and belief, the foregoing informis a true copy of the original document. Scott R. Pundsack .Regn.47,330 Name of Person Signing B&P File # 4320-561 Total number of pages including	mation is true and correct and any attached copy

PATENT REEL: 015495 FRAME: 0371

UNITED STATES ASSIGNMENT

WHEREAS WE, PIERRE LUCIEN COTE and STEVEN KRISTIAN PEDERSEN, whose full post office addresses are 26 Tally-Ho Drive, Dundas, Ontario L9H 3M6, Canada and 498 Rothesay Place, Burlington, Ontario L7N 3E2, Canada, have invented certain new and useful improvements in an invention entitled Immersed Membrane Apparatus for which an application for United States Letters Patent was filed on March 2, 2004 as serial No. 10/790,239.

AND WHEREAS, **Zenon Environmental Inc.**, a corporation of **Ontario**, of **3239 Dundas Street West, Oakville, Ontario L6M 4B2, Canada**, has acquired from us the whole right, title and interest for the United States of America and all other countries in and to the said invention and in and to any Letters Patent that may be obtained therefor, and in and to said application.

NOW THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of all of which is hereby acknowledged, we, **PIERRE LUCIEN COTE** and **STEVEN KRISTIAN PEDERSEN**, by these presents confirm that we have sold, assigned and transferred and do hereby sell, assign and transfer unto the said **Zenon Environmental Inc.**, the full and exclusive right to the said invention in the United States of America and all other countries and the entire right, title and interest in and to any and all Letters Patent which may be granted therefor, and the entire right, title and interest in and to said application, and in and to any divisions, continuations, continuations—in—part and extensions of said application, together with the right to claim the benefit of the right of priority provided by the International Convention for the Protection of Industrial Property based on said application for United States Letter Patent.

We agree that we will without further consideration do all such things and execute all such documents as may be necessary or desirable to obtain and maintain patents for said invention and for additions and modifications thereto in any and all countries, and to vest title thereto in said assignee, its successors, assigns and legal representatives or nominees.

We hereby authorize and request the Commissioner of Patents and Trademarks to issue said Letters Patent to said Zenon Environmental Inc., the assignee of the entire right, title and interest in and to the same, for its sole use and benefit, and for the use and benefit of its successors and assigns, to the full end of the term for which Letters Patent may be granted as fully and entirely as the same would have been held by us had this assignment and sale not been made.

The undersigned hereby grant(s) the firm of Bereskin & Parr (Box 401, 40 King Street West, Toronto, Ontario, Canada M5H 3Y2) the power to insert on this assignment any further identification which may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document.

SIGNED this 7th day of June

Patricia Ruiz Witness

2004, at Carville, ON, Canada

PIERRE LUCIEN COTE

SIGNED this 6th day of June, 2004, at Oak. The ON Patricia Ruiz Witness

Kanta Pl

STEVEN KRISTIAN PEDERSEN