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FORM PTQ 159 1-31-92

RECORDATION FO PATEN'IS UNL

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To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof. Name and Address of Conveying Party(ies) INDIVIDUAL: Name and Address of receiving Party(ies): Gary P. NOYES STARROTOR CORPORATION 180 Townboro Drive College Station, Brazos County, Texas 77062-4028 Internal Address: Street Address: 1805 Southwood Drive Individual Citizenship: United States of America City: College Station Additional name(s) of conveying party(ies) attached? State: Texas Zip: 77840 Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Additional name(s) & Address(es) attached? X No Execution Date: October 12, 2004; and October 12, 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: N/A A. Patent Application No.(s): B. Patent No.(s): Serial No. 10/944,317 filed September 17, Additional Numbers Yes Name and address of party to whom correspondence concerning Total number of application and patents involved: One document should be mailed to: Total Fee (37C.F.R. 3.41): \$40.00 Name: Bradley P. Williams BAKER BOTTS L.L.P. Internal Address: **Enclosed** Street Address: 2001 Ross Avenue, Suite 600 Authorized to be charged to deposit account City: Dallas State: Texas Zip 75201-2980 Deposit Account Number: (Attach Duplicate Copy of this page if paying by deposit account) DO NOT USE THIS SPACE 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. Thomas A. Beaton December 7, 2004 Reg. No.46,543 Signature Date Total number of pages including cover sheet 4 OMB No. 0651-0011 (exp. 4/94) Do not detach this portion Mail documents to be recorded with required cover sheet information: 12/14/2004 ECOOPER 00000259 10944317 **Mail Stop Assignment Recordation Services** 01 #C:8021 Commissioner for Patents P.O. Box 1450 Alexandria, VA 22313-1450

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the

Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503 U.S. PATENT AND TRADEMARK OFFICE

FORM PTO 1595 (Attachment)

1. Name and Address of Conveying Party(ies) INDIVIDUAL (Continued)

George A. RABROKER

8713 Sandstone College Station, Brazos County, Texas 77845

Individual Citizenship:

United States of America

DAL01:829347.1

ASSIGNMENT

WHEREAS, I, the undersigned joint inventor of residence as listed, having invented certain new and useful improvements as below entitled, for which application for United States Letters Patent is made, said application having been executed on the date set forth below; and

WHEREAS, STARROTOR CORPORATION (hereinafter referred to as "Assignee"), a corporation, with an address of 1805 Southwood Drive, College Station, Texas 77840, desires to acquire my entire right, title and interest in and to the invention, and in and to the said application and any Letters Patent that may issue thereon;

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, I assign to Assignee, all right, title and interest in and to said invention and in and to said application and all patents which may be granted therefor, and all divisions, reissues, continuations, continuations-in-part and extensions thereof; and I hereby authorize and request the Commissioner of Patents and Trademarks to issue all patents for said invention, or patents resulting therefrom, insofar as my interest is concerned, to Assignee.

I also assign to Assignee, all right, title and interest to the invention disclosed in said application throughout the world, including the right to file applications and obtain patents, utility models, industrial models and designs for said invention in its own name throughout the world including all rights to publish cautionary notices reserving ownership of said invention and all rights to register said invention in appropriate registries; and I further agree to execute any and all powers of attorney, applications, assignments, declarations, affidavits, and any other papers in connection therewith necessary to perfect such right, title and interest in Assignee.

I will communicate to Assignee any facts known to me respecting any improvements; and, at the expense of Assignee, I will testify in any legal proceedings, sign all lawful papers, execute all divisional, continuation, continuation-in-part, reissue and substitute applications, make lawful oaths and declarations, and generally do everything possible to vest title in Assignee and to aid Assignee to obtain and enforce proper protection for said invention in all countries.

DAL01:820737.1

This Assignment shall be binding on the parties' successors, assigns and legal representatives.

Title of Invention:	VAPOR-COMPRESSION EVAPORATION SYSTEM
Signature of Inventor: Inventor's Name:	Gary P. Noyes
Residence (City, County, State)	Houston, Harris County, Texas
Address:	180 Townboro Drive Houston, Texas 77062-4028
Date Assignment executed	12 Oct 04
Date Application (Declaration) executed	12 Oct 04
Signature of Inventor: Inventor's Name:	George A. Rabroker
Residence (City, County, State)	College Station, Brazos County, Texas
Address:	8713 Sandstone College Station, Texas 77845
Date Assignment executed	10-12-04
Date Application (Declaration) executed	10-12-04

DAL01:820737.1

RECORDED: 12/07/2004