

Form PTO-1595 (Rev. 08/05)
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U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)

The Horticulture and Food Research Institute of New Zealand Limited

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

3. Nature of conveyance/Execution Date(s):

Execution Date(s) March 2, 2006

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Joint Research Agreement
☐ Government Interest Assignment
☐ Executive Order 9424, Confirmatory License
☐ Other _____

2. Name and address of receiving party(ies)

Name: XY, Inc.

Internal Address: _____

Street Address: 1108 North Lemay Avenue

City: Fort Collins

State: CO

Country: US Zip: 80524

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

4. Application or patent number(s):

☐ This document is being filed together with a new application.

A. Patent Application No.(s)

6,819,411

B. Patent No.(s)

10/990,648

Additional numbers attached? ☐ Yes ☒ No

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

Name: Alfred K. Wiedmann Jr.

Internal Address: Santangelo Law Offices, P.C.

Street Address: 125 South Howes Third Floor

City: Fort Collins

State: CO Zip: 80521

Phone Number: (970) 224-3100

Fax Number: (970) 224-3175

Email Address: _____

6. Total number of applications and patents involved: 2**7. Total fee (37 CFR 1.21(h) & 3.41) \$ 80.00**

- ☒ Authorized to be charged by credit card
☐ Authorized to be charged to deposit account
☐ Enclosed
☐ None required (government interest not affecting title)

8. Payment Information

a. Credit Card Last 4 Numbers 4327
Expiration Date 07/2006

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

Alfred K. Wiedmann Jr., USPTO Reg. No. 48,033

Name of Person Signing

Date

Total number of pages including cover sheet, attachments, and documents: 8

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1460, Alexandria, V.A. 22313-1460

OP \$80.00 10990648

700260208

PATENT
REEL: 017527 FRAME: 0136

Hort Research

Contract No. 20556

0

**THE HORTICULTURE AND FOOD RESEARCH
INSTITUTE OF NEW ZEALAND LIMITED**

and

XY, INC.

Deed of Assignment of Patent



Deed of Assignment of Patent

DEED of Assignment dated January 30th, 2006

PARTIES

1. The Horticulture and Food Research Institute of New Zealand Limited, a company duly incorporated pursuant to the Crown Research Institutes Act 1992 and having its registered office at Mt. Albert Research Centre, 120 Mt. Albert Road, Auckland, New Zealand ("HortResearch").
2. XY, Inc. a US corporation organised and existing under the laws of the State of Colorado and having its registered office at 1108 North LeMay Avenue, Fort Collins, Colorado, USA, 80524 ("XY").

BACKGROUND

- A. HortResearch is the owner of a radial optical configuration device for improving the flow cytometric analysis of aspherical cells such as mammalian spermatozoa (the "Device") and is the proprietor of a Patent relating to the Device.
- B. By an agreement dated 13 August 1997 between HortResearch and Cytomation, Inc. a Colorado based company associated with XY, HortResearch agreed to grant XY the exclusive worldwide rights to commercially develop the Device, and further agreed to formally assign ownership of the Patent to Cytomation, Inc. (or its nominee) under a separate deed of assignment.
- C. In accordance with that agreement, HortResearch now wishes to assign all its rights, title and interest in the Patent to XY for the consideration set out below, subject to the terms and conditions of this Deed.

IT IS AGREED

Definitions

1. In this Deed:

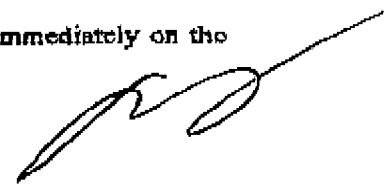
"Device" means the radial optical configuration device for improving the flow cytometric analysis of aspherical cells such as spermatozoa, more fully described in the Patent;

"Patent" means the patent application published as PCT WO9834094 including all patent applications deriving from the Patent in any jurisdiction;

"Intellectual Property Rights" means all patent applications, technical information, know-how, methodologies and copyright works associated with the Device.

Assignment

2. In consideration for:
 - (a) the sum of NZ\$50,000 payable by XY to HortResearch immediately on the signing of this Deed; and



Deed of Assignment of Patent

- (b) the payment of an on-going royalty by XY to HortResearch of NZ\$500 for each Device sold or distributed by XY (or any of its assigns or licensees) in conjunction with any other cell sorter device, until such time as the Patent expires;

HortResearch hereby assigns to XY its entire right, title and interest in and to the Patent and all Intellectual Property Rights arising from and in relation to the Patent, and acknowledges that from the date of this Deed, the Patent will be the sole and exclusive property of XY.

Further Assurances

3. At the request and expense of XY, HortResearch agrees to do all things and execute all documents necessary to give effect to this Deed.
4. HortResearch undertakes not to challenge or oppose any application or registration by XY, of any Intellectual Property Rights arising from or in relation to the Device in any jurisdiction.


Governing Law

5. This Deed is subject to and shall be governed by the laws of New Zealand.

Executed as a Deed

Signed by:


The Horticulture and Food Research
Institute of New Zealand Limited


Mark Albright
Chief Financial Officer

Date:

3/2/2006

in the presence of:

Witness Signature: 
Name: SARAH ANN FOWLER
Address: 76A WONGA AVENUE,
Occupation: GERRINGHAM, AUK
SALICATOR

Signed by

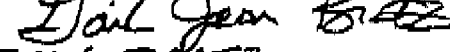
XY, Inc.


Name: Dr. Marvin Jacobson
Position: Chief Executive Officer

Date:

JANUARY 25, 2006

in the presence of:

Witness Signature: 
Name: GAIL JEAN BRATZ
Address: 9050 OLD FLOWERS RD.
Occupation: BELLINGHAM, CO 80512 USA
HORSE BREEDER.

Facsimile Number: (571) 273-0140

IN THE UNITED STATES PATENT AND
TRADEMARK OFFICE

Patent Number: 6,819,411
Application Number: 10/990,648
Assignee: XY, Inc.
Customer No.: 33549


CERTIFICATE OF FACSIMILE TRANSMITTAL

I, Cheryl A. Swanson, hereby certify to the truth of the following items:

1. I am an employee of Santangelo Law Offices, P.C., 125 South Howes, Third Floor, Fort Collins, Colorado 80521.

2. I have this day transmitted the attached Letter of Facsimile Transmittal; an Assignment of Patent Rights; a Recordation Cover Sheet; a Credit Card Payment Form authorizing a credit card payment in the amount of \$80.00 for the recordation fee; and Certificate of Facsimile Transmittal via Facsimile Number (571) 273-0140, Attention Assignment Recordation Services, United States Patent and Trademark Office.

Dated this 24 day of April, 2006.


Cheryl A. Swanson

SANTANGELO Law Offices, P.C.

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Fort Collins, CO 80521
(970) 224-3100 FAX (970) 224-3175
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FACSIMILE TRANSMISSION

THIS MESSAGE IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY TO WHICH IT IS ADDRESSED AND MAY CONTAIN INFORMATION THAT IS PRIVILEGED, CONFIDENTIAL AND EXEMPT FROM DISCLOSURE UNDER APPLICABLE LAW. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, OR THE EMPLOYEE OR AGENT RESPONSIBLE FOR DELIVERING THE MESSAGE TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE, AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE. THANK YOU.

TO: Assignment Recordation Services **FAX:** (571) 273-0140

FROM: Alfred K. Wiedmann Jr., USPTO Reg. No. 48,033

DATE: April 24, 2006 **Attorney Docket:** XY-Radial

TOTAL PAGES: 8 (including this cover page) X Facsimile Filing

LETTER OF FACSIMILE TRANSMITTAL

Patent Number: 6,819,411
Application Number: 10/990,648
Assignee: XY, Inc.
Customer No.: 33549

Enclosed for filing in the above application please find the following:

1. This Letter of Facsimile Transmittal (2 pages);
2. Deed of Assignment of Patent (3 pages) along with a Recordation Cover Sheet (1 page);
3. a Credit Card Information Sheet authorizing a credit card payment in the amount of \$80.00 for the filing fee (1 page); and
4. Certificate of Facsimile Transmittal (1 page).

Please confirm receipt of the documents by return facsimile indicating the date of receipt and application number.

I have this 24th day of April, 2006, either myself or through my direction of staff at this office, forwarded all of the items in the above Letter of Transmittal via Facsimile Number (571) 273-0140, Attention Assignment Recordation Services.

Dated this 24th day of April, 2006.

Respectfully Submitted,
SANTANGELO LAW OFFICES, P.C.

By: 

Alfred R. Wiedmann Jr.
Attorney for Assignee
USPTO Reg. No. 48,033
125 South Howes, Third Floor
Fort Collins, CO 80521
(970) 224-3100

Assign-fax-xmt