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Please record the attached original documents or copies thereof.

- 1. Name of conveying party(ies):
 Arthur LYONS
 66 Moorend Park Road
 Gloucestershire
 England GL53OJY

 Andrew VAN DEN GROSS
 25 Bramley Avenue
 Canterbury Avenue
 Gloucestershire
 England GL53 OJY
- 2. Name and address of receiving party(ies):
 SMARTMEMBRANE CORP.
 3rd Floor, Trade Winds Building
 Bay Street, Nassau, Bahamas
- 3. Nature of conveyance:

<input checked="" type="checkbox"/>	Assignment	<input type="checkbox"/>	Merger
<input type="checkbox"/>	Security Agreement	<input type="checkbox"/>	Change of Name
<input type="checkbox"/>	Other: _____		

Execution Date: 20 October 2003

- 4. Application number(s) or application date(s): 10/636,308 filed August 7, 2003

If this document is being filed together with a new application, the execution date of the application is:

A. <u>Application/Patent No.</u>	B. <u>Application/Issue Date</u>
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- 5. Name and address of party to whom correspondence concerning this document should be mailed:

Paul D. Greeley, Esq.
Ohlandt, Greeley, Ruggiero & Perle, L.L.P.
One Landmark Square, 10th Floor
Stamford, Connecticut 06901-2682 U.S.A.

- 6. Total No. of applications and patents involved: 1
- 7. Total Fee (37 C.F.R. 3.41(h)) \$40.00/assignment.

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PATENT

CIH \$40.00 010467 10636308

The Commissioner is hereby authorized to charge any additional fees under 37 C.F.R. 3.41 that may be required with this communication or credit any overpayment, to Deposit Account No. **01-0467**. A duplicate copy of this Form is enclosed.

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.

Paul D. Greeley, Esq.
Name of Person Signing


Signature

1/14/04
Date

Total number of pages including cover sheet, attachments and document: 4.

JOINT ASSIGNMENT

The ASSIGNORS, **ARTHUR LYONS**
66 Moorend Park Road
Gloucestershire, England GL53 0JY

ANDREW VAN DEN GROSS
25 Bramley Ave Canterbury Avenue
Gloucestershire, England CT1 3XW

have invented certain new and useful improvements in

OXYGEN AND NITROGEN ENRICHED ATMOSHERES IN AIRCRAFT

an invention which is fully described in an application for Letters Patent of the United States executed by them this day; and

The ASSIGNEE, **SMARTMEMBRANE CORP**, a Bahamian company having its principal office at 3rd Floor, Trade Winds Building, Bay Street, Nassau, Bahamas, wishes to acquire the entire right, title and interest in and to the invention and under Letters Patent which may be obtained for this invention.

For valuable and legally sufficient considerations, receipt of which are hereby acknowledged, the Assignors sell, assign and transfer to Assignee, its successors and assigns, the entire right, title and interest for the United States Patent Application Serial No. **10/636,308** filed on August 7, 2003 in and to the above-identified invention and application, divisionals, continuations, and continuation-in-part and for the full term of any Letters Patent of the United States that may issue for the invention.

The Assignors also sell, assign and transfer to Assignee the entire right, title and interest in and to the invention and application for Letters Patent and Letters Patent therefor in all countries foreign to the United States, including all rights under the International Convention. The Assignors further authorize Assignee to apply for Letters Patent in foreign countries in the name of Assignee, and to claim the priority of the filing date of the United States Application under the provisions of the International Convention.

The Assignors further agree, for themselves and their legal representatives, they will assist Assignee in the prosecution before the United States Patent Office and the Federal Courts of this application, and other applications for Letters Patent including renewals, continuations, divisions, reissues and substitutions, that the Assignee elects to make covering the invention. The Assignors vest in Assignee like exclusive title in and to all such other applications and Letters Patent. The Assignors will

execute and deliver to Assignee any documents which may be requested by Assignee to carry out the terms of this Assignment.

The Commissioner of Patents of the United States is authorized and requested to issue Letters Patent of the United States to Assignee. The Assignors also authorize and request the equivalent authorities in foreign countries to issue the patents of foreign countries to Assignee.

ARTHUR LYONS

Inventor's Name

Signature

Date

20.10.03

ANDREW VAN DEN GROSS

Inventor's Name

Signature

Date

20.10.03

Witness (Print Name)

Witness (Signature)

Date

Kardash

[Signature]

20.10.03

Witness (Print Name)

Witness (Signature)

Date

Kardash

[Signature]

20.10.03

