

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT												
NATURE OF CONVEYANCE:	Patent Assignment and License Agreement												
CONVEYING PARTY DATA													
<table border="1"><thead><tr><th>Name</th><th>Execution Date</th></tr></thead><tbody><tr><td>SHELL OIL COMPANY</td><td>08/30/2007</td></tr><tr><td>SHELL INTERNATIONALE RESEARCH MAATSCHAPPIJ B.V.</td><td>09/18/2007</td></tr></tbody></table>		Name	Execution Date	SHELL OIL COMPANY	08/30/2007	SHELL INTERNATIONALE RESEARCH MAATSCHAPPIJ B.V.	09/18/2007						
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SHELL OIL COMPANY	08/30/2007												
SHELL INTERNATIONALE RESEARCH MAATSCHAPPIJ B.V.	09/18/2007												
RECEIVING PARTY DATA													
<table border="1"><tr><td>Name:</td><td>AT-BALANCE AMERICAS LLC</td></tr><tr><td>Street Address:</td><td>11767 Katy Freeway</td></tr><tr><td>Internal Address:</td><td>Suite 1030</td></tr><tr><td>City:</td><td>Houston</td></tr><tr><td>State/Country:</td><td>TEXAS</td></tr><tr><td>Postal Code:</td><td>77079</td></tr></table>		Name:	AT-BALANCE AMERICAS LLC	Street Address:	11767 Katy Freeway	Internal Address:	Suite 1030	City:	Houston	State/Country:	TEXAS	Postal Code:	77079
Name:	AT-BALANCE AMERICAS LLC												
Street Address:	11767 Katy Freeway												
Internal Address:	Suite 1030												
City:	Houston												
State/Country:	TEXAS												
Postal Code:	77079												
PROPERTY NUMBERS Total: 1													
<table border="1"><thead><tr><th>Property Type</th><th>Number</th></tr></thead><tbody><tr><td>Patent Number:</td><td>7185719</td></tr></tbody></table>		Property Type	Number	Patent Number:	7185719								
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Patent Number:	7185719												
CORRESPONDENCE DATA													
Fax Number: (713)228-8778 <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>													
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ATTORNEY DOCKET NUMBER:	17406/007001												
NAME OF SUBMITTER:	Jeffrey S. Bergman												
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DATED August 30, 2007

SHELL OIL COMPANY

AT-BALANCE AMERICAS LLC

and

SHELL INTERNATIONALE RESEARCH MAATSCHAPPIJ B.V.

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PATENT ASSIGNMENT & LICENCE AGREEMENT

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**THIS AGREEMENT** is made on August 27, 2007 **BETWEEN:**

- (1) **SHELL OIL COMPANY**, a Delaware corporation, having an office at 910 Louisiana Street, Houston, Texas, 77002 ("**SHELL**");
- (2) **AT-BALANCE AMERICAS LLC**, a Delaware corporation, having an office at 11767 Katy Freeway, Suite 1030, Houston, Texas 77079 ("**@BALANCE**"); and
- (3) **SHELL INTERNATIONALE RESEARCH MAATSCHAPPIJ B.V.**, having an office at Carel van Bylandtlaan 30, The Hague, the Netherlands ("**SIRM**"),

(each a "**Party**" and together the "**Parties**").

**WHEREAS:**

- (A) **@BALANCE** is the subject of an offer of acquisition by a third party, such acquisition being conditional upon **@BALANCE** being the owner of the "Patent Rights" (as defined below);
- (B) **@BALANCE** is currently the licensee of the Patent Rights and now wishes to take ownership thereof.
- (C) **SHELL** and **SIRM** are prepared to assign such Patent Rights to **@BALANCE** on the terms and conditions set out below.

**REDACTED**

## REDACTED

### 2. Assignment

- 2.1 In consideration of the payment of \$1 by @BALANCE to SHELL (receipt of which is hereby acknowledged), with effect from the Effective Date, SHELL hereby assigns to @BALANCE all its right, title and interest existing in the Patent Rights.
- 2.2 In consideration of the payment of \$1 by @BALANCE to SIRM (receipt of which is hereby acknowledged), with effect from the Effective Date, SIRM hereby assigns to @BALANCE free from any liens, pledges or encumbrances (except those rights granted by SHELL in article 2.1, and those rights granted by SIRM or SHELL previously to @BALANCE) all its right, title and interest existing in the Patent Rights.
- 2.3 SHELL and SIRM shall at the request of @BALANCE sign any documents and do all such acts and procure the signing of any documents and the doing of other acts as may be reasonably be necessary to formally vest ownership of the Patent Rights in @BALANCE.
- 2.4 All patent office fees and associated patent agency fees incurred by SHELL or SIRM necessary to effectuate the assignment as detailed in this Clause 2 shall be borne by @BALANCE.
- 2.5 Neither SIRM nor SHELL shall have any obligation as of the Effective Date to share in the payment of any costs incurred in connection with the Patent Rights.
- 2.6 All responsibilities for the prosecution, maintenance, defence and enforcement of the Patent Rights shall pass to @BALANCE on the Effective Date.

REDACTED

**REDACTED**



EXECUTION COPY

**REDACTED**

**REDACTED**



**REDACTED**

IN WITNESS WHEREOF, SHELL and @BALANCE have caused this Agreement to be executed in duplicate original by their duly authorized representatives.

**SHELL OIL COMPANY**

Signed: *Richard F. Lemuth*  
Name Richard F. Lemuth, Associate General Counsel, Intellectual Property  
Date August 30, 2007.

**AT-BALANCE AMERICAS LLC**

Signed: *John G. Samuels*  
Name John G. Samuels  
Date: 20 SEPT 07

**SHELL INTERNATIONALE RESEARCH MAATSCHAPPIJ B.V.**

Signed: *David S. Karis*  
Name David S. Karis REAT HESS  
Date: 18 September 2007

**SCHEDULE 1**

**Patents Rights**

<b>Docket No.</b>	<b>Application no.</b>	<b>Publication no.</b>	<b>Patent no.</b>	<b>Description</b>
TH2222			6,904,981	Control system
TS6144			6,352,129	Basic DAPC patent including back pressure pump
TS6293		US2004-0231889		Choke system based on using mudpressure to pressurise a clean hydraulic fluid
TS6331		US2006-0086538		Choke system for particle laden fluids
TS6392 R		US2004-0178003		Three way valve, enabling use of primary mud pumps for DAPC instead of dedicated back pressure pump
TS6438	11/334142			DAPC for underbalanced drilling
TS6479	PCT/EP2005/054696			Pressure cap drilling