

PATENT ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT						
NATURE OF CONVEYANCE:	Patent Assignment and License Agreement						
CONVEYING PARTY DATA							
<table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:70%;">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
Name	Execution Date						
SHELL OIL COMPANY	08/30/2007						
SHELL INTERNATIONALE RESEARCH MAATSCHAPPIJ B.V.	09/18/2007						
RECEIVING PARTY DATA							
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" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:30%;">Property Type</th> <th>Number</th> </tr> </thead> <tbody> <tr> <td>Patent Number:</td> <td>7134489</td> </tr> </tbody> </table>		Property Type	Number	Patent Number:	7134489		
Property Type	Number						
Patent Number:	7134489						
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:	17406/004001						
NAME OF SUBMITTER:	Jeffrey S. Bergman						
Total Attachments: 8 source=17406_LIC_AGR#page1.tif source=17406_LIC_AGR#page2.tif							

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DATED August 30, 2007

SHELL OIL COMPANY

AT-BALANCE AMERICAS LLC

and

SHELL INTERNATIONALE RESEARCH MAATSCHAPPIJ B.V.

PATENT ASSIGNMENT & LICENCE AGREEMENT

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. Samuel
Name John G. Samuel
Date 20 SEPT 07

SHELL INTERNATIONALE RESEARCH MAATSCHAPPIJ B.V.

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

SCHEDULE 1

Patents Rights

Docket No.	Application no.	Publication no.	Patent no.	Description
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