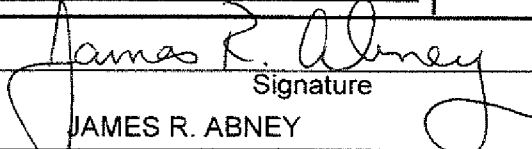


Form PTO-1595 (Rev. 03-09)
OMB No. 0651-0027 (exp. 03/31/2009)

U.S. DEPARTMENT OF COMMERCE
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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.

<p>1. Name of conveying party(ies) Billy Wayne Colston, Jr. Benjamin Joseph Hindson Kevin Dean Ness Donald Arthur Masquelier Additional name(s) of conveying party(ies) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>QuantaLife, Inc.</u> Internal Address: <u>Suite 401</u> Street Address: <u>7068 Koll Center Parkway</u> City: <u>Pleasanton</u> State: <u>California</u> Country: <u>USA</u> Zip: <u>94566</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance/Execution Date(s): Execution Date(s) <u>March 3, 12, 14, 15 and 16, 2010</u> <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Joint Research Agreement <input type="checkbox"/> Government Interest Assignment <input type="checkbox"/> Executive Order 9424, Confirmatory License <input type="checkbox"/> Other _____</p>	<p>4. Application or patent number(s): <input type="checkbox"/> This document is being filed together with a new application. A. Patent Application No.(s) _____ B. Patent No.(s) _____ See Continuation Page for complete list. Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>5. Name and address to whom correspondence concerning document should be mailed: Name: <u>James R. Abney</u> Internal Address: _____ Street Address: <u>Kolisch Hartwell, PC</u> <u>520 SW Yamhill Street, Suite 200</u> City: <u>Portland</u> State: <u>Oregon</u> Zip: <u>97204-1324</u> Phone Number: <u>(503)224-6655</u> Fax Number: <u>(503) 295-6679 or (503) 972-9115</u> Email Address: <u>docketing@khpatent.com</u></p>	<p>6. Total number of applications and patents involved: <u>ten (10)</u> 7. Total fee (37 CFR 1.21(h) & 3.41) \$ <u>400.00</u> <input checked="" type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Enclosed <input type="checkbox"/> None required (government interest not affecting title)</p>
<p>9. Signature:  Signature <u>JAMES R. ABNEY</u> Name of Person Signing</p>	<p>8. Payment Information Deposit Account Number <u>11-1540</u> Authorized User Name <u>Kolisch Hartwell, PC</u> March 24, 2010 Date Total number of pages including cover sheet, attachments, and documents: 14</p>

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: KH File No.: QLI/301
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, V.A. 22313-1450

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PATENT
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**RECORDATION FORM COVER SHEET
CONTINUATION PAGE**

Continuation of Item No. 1 – Names of Conveying Parties.

Fred Paul Milanovich
Douglas N. Modlin
Vincent Riot
Samuel Burd
Anthony Joseph Makarewicz, Jr.
Phillip Belgrader
Isaac J. Bright
Michael Y. Lucero

Continuation of Item No. 4 – Application or Patent Number(s).

Part A.	(Our File Ref. No.)	Part B.
61/271,538	QLI.301P2	None.
61/275,731	QLI.306P	
61/277,249	QLI.303AP	
61/277,204	QLI.311P	
61/277,200	QLI.305P	
61/277,203	QLI.308P	
61/277,216	QLI.307P	
61/277,270	QLI.310P	
12/586,626	QLI.301	
PCT/US2009/005317	QLI.301PCT	

ASSIGNMENT

WHEREAS, we, Billy Wayne Colston, Jr. of San Ramon, California, Benjamin Joseph Hindson of Livermore, California, Kevin Dean Ness of San Mateo, California, Donald Arthur Masquelier of Tracy, California, Fred Paul Milanovich of Danville, California, Douglas N. Modlin of ~~Palo Alto~~, ^{Livermore} California, Vincent Riot of Oakland, California, Samuel Burd of Livermore, California, Anthony Joseph Makarewicz, Jr. of Livermore, California, Phillip Belgrader of Severna Park, Maryland, Isaac J. Bright of Portola Valley, California, and Michael Y. Lucero of South San Francisco, California, have invented and/or participated in work leading to the invention of certain improvements in a DROPLET-BASED ASSAY SYSTEM, for which the following patent applications have been filed:

- U.S. Provisional Patent Application Serial No. 61/271,538, filed July 21, 2009, titled AMPLIFICATION SYSTEM FOR POINT-OF-CARE TESTING;
- U.S. Provisional Patent Application Serial No. 61/275,731, filed September 1, 2009, titled CONTROLS AND CALIBRATORS FOR TESTS OF NUCLEIC ACID AMPLIFICATION PERFORMED IN DROPLETS;
- U.S. Provisional Patent Application Serial No. 61/277,249, filed September 21, 2009, titled CARTRIDGE WITH LYSIS CHAMBER AND DROPLET GENERATOR;
- U.S. Provisional Patent Application Serial No. 61/277,204, filed September 21, 2009, titled DROPLET GENERATOR FOR DROPLET-BASED ASSAYS;
- U.S. Provisional Patent Application Serial No. 61/277,200, filed September 21, 2009, titled CONTINUOUS FLOW THERMOCYCLER;
- U.S. Provisional Patent Application Serial No. 61/277,203, filed September 21, 2009, titled DETECTION SYSTEMS FOR DROPLET-BASED ASSAYS;
- U.S. Provisional Patent Application Serial No. 61/277,216, filed September 21, 2009, titled QUANTIFICATION OF DROPLET-BASED ASSAYS;
- U.S. Provisional Patent Application Serial No. 61/277,270, filed September 22, 2009, titled DROPLET-BASED ASSAY SYSTEM;

- U.S. Patent Application Serial No. 12/586,626, filed September 23, 2009, titled DROPLET-BASED ASSAY SYSTEM; and
- PCT Patent Application Serial No. PCT/US2009/005317, filed September 23, 2009, titled DROPLET-BASED ASSAY SYSTEM.

WHEREAS, QuantaLife, Inc., a Delaware corporation, having its principal place of business in Pleasanton, California, is desirous of acquiring an interest therein;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which hereby are acknowledged, we, Billy Wayne Colston, Jr., Benjamin Joseph Hindson, Kevin Dean Ness, Donald Arthur Masquelier, Fred Paul Milanovich, Douglas N. Modlin, Vincent Riot, Samuel Burd, Anthony Joseph Makarewicz, Jr., Phillip Belgrader, Isaac J. Bright, and Michael Y. Lucero, have sold, assigned, and transferred, and do hereby sell, assign, and transfer, to QuantaLife, Inc., its successors and assigns, the full and exclusive right to the invention in the United States and its territorial possessions and in all foreign countries, and the entire right, title, and interest in and to any and all Letters Patent that may be granted therefor in the United States and its territorial possessions and in any and all foreign countries, and in and to any and all divisions, continuations, reissues, substitutions, and extensions thereof.

We hereby authorize and request the Patent Office officials in the United States and any and all foreign countries to issue any and all of said Letters Patent, when granted, to QuantaLife, Inc., as the assignee of our entire right, title, and interest in and to the same, for the sole use of QuantaLife, Inc., and its successors and assigns.

Further, we hereby covenant and agree to and with QuantaLife, Inc., and its successors and assigns, at the time of execution and delivery of these presents, that we are the sole and lawful owner of the entire right, title, and interest in and to the invention and the

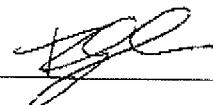
above-identified provisional patent applications, and that the same are unencumbered, and that we have good and full right and lawful authority to sell and convey the same in the manner herein set forth.

Further, we agree that we will communicate to QuantaLife, Inc., or its representatives, any facts known to us respecting the invention, and testify in any legal proceedings, sign all lawful papers, execute all divisional, continuation, reissue, substitution, and extension applications, execute all necessary assignment papers to cause any and all of said Letters Patent to be issued to QuantaLife, Inc., make all rightful oaths, and generally do everything possible to aid QuantaLife, Inc., and its successors and assigns, to obtain and enforce proper protection for the invention in the United States and in any and all foreign countries.

IN TESTIMONY WHEREOF, I have hereunto set my hand this 16 day of March, 2010.


BILLY WAYNE COLSTON, JR.

Witness:

Signature: 

Name: TINA LEGLER

Address: 2663 REMINGTON WAY

City & State: TRACY CA

IN TESTIMONY WHEREOF, I have hereunto set my hand this 16 day of March, 2010.

Ben Hindson
BENJAMIN JOSEPH HINDSON

Witness:

Signature: [Signature]

Name: TINA LEGLER

Address: 2663 REMINGTON WAY

City & State: TRACY CA

IN TESTIMONY WHEREOF, I have hereunto set my hand this 16 day of March, 2010.

Kevin Dean Ness
KEVIN DEAN NESS

Witness:

Signature: [Signature]

Name: TINA LEGLER

Address: 2663 REMINGTON WAY

City & State: TRACY CA

IN TESTIMONY WHEREOF, I have hereunto set my hand this 3 day of MARCH, 2010.

Donald A. Masquelier
DONALD ARTHUR MASQUELIER

Witness:

Signature: Jennifer Colston

Name: Jennifer Colston

Address: 9981 Torreon Ave.

City & State: San Ramon, CA

IN TESTIMONY WHEREOF, I have hereunto set my hand this 16th day of MARCH, 2010.

Fred Paul Milanovich
FRED PAUL MILANOVICH

Witness:

Signature: Jennifer Colston

Name: Jennifer Colston

Address: 9981 Torreon Ave

City & State: San Ramon, CA

IN TESTIMONY WHEREOF, I have hereunto set my hand this 15 day of

March, 2010.

Douglas X. Modlin
DOUGLAS X. MODLIN

Witness:

Signature: Robin Modlin

Name: Robin Modlin

Address: 2657 ~~Thomas~~ Thomas Court

City & State: Livermore, CA 94550

IN TESTIMONY WHEREOF, I have hereunto set my hand this _____ day of

_____, 2010.

VINCENT RIOT

Witness:

Signature: _____

Name: _____

Address: _____

City & State: _____

IN TESTIMONY WHEREOF, I have hereunto set my hand this _____ day of _____, 2010.

DOUGLAS N. MODLIN

Witness:


Signature: _____

Name: _____

Address: _____

City & State: _____

IN TESTIMONY WHEREOF, I have hereunto set my hand this 14 day of MARCH, 2010.



VINCENT RIOT

Witness:

Signature: Lana Radosevic

Name: Lana Radosevic

Address: 8100 Greenly Dr.

City & State: Oakland, CA

IN TESTIMONY WHEREOF, I have hereunto set my hand this 15 day of MARCH, 2010.

Samuel Burd
SAMUEL BURD

Witness:

Signature: Jennifer Colston

Name: Jennifer Colston

Address: 9931 Torreon Ave.

City & State: San Ramon, CA

IN TESTIMONY WHEREOF, I have hereunto set my hand this _____ day of _____, 2010.

ANTHONY JOSEPH MAKAREWICZ, JR.

Witness:

Signature: _____

Name: _____

Address: _____

City & State: _____

IN TESTIMONY WHEREOF, I have hereunto set my hand this _____ day of _____, 2010.

SAMUEL BURD

Witness:

Signature: _____

Name: _____

Address: _____

City & State: _____

IN TESTIMONY WHEREOF, I have hereunto set my hand this 16th day of March, 2010.

Anthony J. Makarewicz, Jr.
ANTHONY JOSEPH MAKAREWICZ, JR.

Witness:

Signature: [Handwritten Signature]

Name: TINA LEGLER

Address: 2663 REMINGTON WAY

City & State: TRACY CA

IN TESTIMONY WHEREOF, I have hereunto set my hand this 12 day of March, 2010.


PHILLIP BELGRADER

Witness:

Signature: Anthony J. Makarewicz

Name: Anthony J. Makarewicz

Address: 4439 Gale St.

City & State: Livermore, CA

IN TESTIMONY WHEREOF, I have hereunto set my hand this _____ day of _____, 2010.

ISAAC J. BRIGHT

Witness:

Signature: _____

Name: _____

Address: _____

City & State: _____

IN TESTIMONY WHEREOF, I have hereunto set my hand this _____ day of _____, 2010.

PHILLIP BELGRADER

Witness:


Signature: _____

Name: _____

Address: _____


City & State: _____

IN TESTIMONY WHEREOF, I have hereunto set my hand this 16 day of March, 2010.



ISAAC J. BRIGHT

Witness:

Signature:  _____

Name: TINA LEGLER

Address: 2663 REMINGTON WAY

City & State: TRACY CA

IN TESTIMONY WHEREOF, I have hereunto set my hand this 16 day of March, 2010.


MICHAEL Y. LUCERO

Witness:

Signature: 

Name: TINA LEGLER

Address: 2663 REMINGTON WAY

City & State: TRACY CA