

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
Sensor Adaptive Machines Inc.	10/04/1999
RECEIVING PARTY DATA	
Name:	Laser Measurement International Inc.
Street Address:	1673 Cliveden Avenue
City:	Vancouver, BC
State/Country:	CANADA
Postal Code:	V3M 6V5
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	6317953
CORRESPONDENCE DATA	
Fax Number:	(604)689-7216
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Email:	kbhagat@smithsip.com
Correspondent Name:	SMITHS IP
Address Line 1:	Suite 330 - 1508 West Broadway
Address Line 4:	Vancouver, BC, CANADA V6J 1W8
ATTORNEY DOCKET NUMBER:	8007A3
NAME OF SUBMITTER:	Kashmira Bhagat
Total Attachments: 23 source=8007A3assign#page1.tif source=8007A3assign#page2.tif source=8007A3assign#page3.tif source=8007A3assign#page4.tif source=8007A3assign#page5.tif source=8007A3assign#page6.tif	

OP \$40.00 6317953

501331498

**PATENT
 REEL: 025192 FRAME: 0394**

source=8007A3assign#page7.tif
source=8007A3assign#page8.tif
source=8007A3assign#page9.tif
source=8007A3assign#page10.tif
source=8007A3assign#page11.tif
source=8007A3assign#page12.tif
source=8007A3assign#page13.tif
source=8007A3assign#page14.tif
source=8007A3assign#page15.tif
source=8007A3assign#page16.tif
source=8007A3assign#page17.tif
source=8007A3assign#page18.tif
source=8007A3assign#page19.tif
source=8007A3assign#page20.tif
source=8007A3assign#page21.tif
source=8007A3assign#page22.tif
source=8007A3assign#page23.tif

BILL OF SALE

This Bill of Sale is made in duplicate this 4th day of October, 1999 between **Laser Measurement International Inc.**, a corporation organized and subsisting under the laws of the Dominion of Canada, in its capacity as secured party in respect of the assets and undertaking of Sensor Adaptive Machines Inc. and without personal liability (the "Seller") and **Laser Measurement International, Inc.** (the "Buyer").

RECITALS

- A. The Seller holds a valid and subsisting security interest in respect of the assets and undertaking of Sensor Adaptive Machines Inc. (the "Debtor");
- B. The Debtor granted a general security agreement (the "General Security Agreement") in favour of the Seller on April 1st, 1999, notice of which was registered pursuant to the provisions of the *Personal Property Security Act*, R.S.O. 1990 chap.P.10, as amended (the "PPSA");
- C. On August 23rd, 1999, the Seller demanded repayment in full of the indebtedness owed by the Debtor in the amount of \$347,595.50 (the "Indebtedness") which amount was unpaid at that time and which amount remains unpaid as of the date hereof;
- D. Pursuant to the terms of the General Security Agreement, the Seller has the right, power and entitlement to, *inter alia*, retain the collateral charged under the General Security Agreement in satisfaction of the Indebtedness;
- E. The Seller has notified the Debtor and all persons entitled thereto under the PPSA of its intention to retain the collateral described in a certain notice of intention to retain collateral (the "Notice of Intention to Retain") dated August 23rd, 1999; and
- F. Neither the Indebtedness nor the security therefore has been redeemed by any person entitled to redeem same.

NOW THEREFORE WITNESSETH THAT IN CONSIDERATION of \$1.00 and other good and valuable consideration paid by the Buyer to the Seller, the Seller does bargain, sell, assign and transfer to the Buyer all the collateral set out in Schedule "A" hereto:

1. The Seller covenants, promises and agrees with the Buyer that the Seller is now rightfully entitled to the sold, assigned and transferred property in assets described in Schedule "A" and that the Seller has full right, title and authority to sell, assign and transfer same to the Buyer, its successors and assigns according to the true intended meaning of these presents.
2. The Buyer shall immediately after execution and delivery have possession of and may from time to time and at all times peacefully and quietly have, hold, possess and enjoy the same and every part thereof to and for its own use and benefit without any manner of

hindrance, interruption, molestation, claim or demand whatsoever of and from by the Seller or any person whomsoever and with good and marketable title thereto free and clear and absolutely released and discharged from and against all form and other bargains, sales, gifts, grants, mortgages, security interests, adverse claims, liens, charges and encumbrances of any nature or kind whatsoever save only for those claims of secured parties identified in the Notice of Intention to Retain.

- 3. The Seller covenants and agrees with the Buyer, its successors and assigns that it will from time to time and at all times hereafter on every reasonable request to the Buyer, its successors and assigns make, due and execute or cause and produce to be made done and executed all further acts, deeds or assurances as may be reasonably required by the Buyer, its successors and assigns for more effectually and completely vesting in the Buyer, its successors and assigns the property and assets sold, assigned and transferred in accordance with the terms of this Bill of Sale or for the purpose of registration or otherwise.

IN WITNESS WHEREOF, the Seller has executed this Bill of Sale this 4th day of October, 1999.

SIGNED, SEALED AND
DELIVERED
in the presence of

Shana H. de Guzman

LASER MEASUREMENT
INTERNATIONAL INC. as secured creditor
of the assets and undertaking of Sensor
Adaptive Machines Inc.,
and without personal liability

Neil Hummel

By: Neil Hummel
Its: Chief Financial Officer

SCHEDULE A

SUMMARY

1. FIXED ASSET APPRAISAL
2. INVENTORY APPRAISAL
3. SAMI PATENTS
4. SAMI PENDING PATENT APPLICATIONS
5. CASH

FIXED ASSET APPRAISAL

**SENSOR ADAPTIVE MACHINES INCORPORATED (SAMI)
6360 HAWTHORNE DRIVE
WINDSOR, ONTARIO
N6T 1J9**

Copy Room

Brother 1950MC facsimile machine	145.00
Hewlett Packard Laserjet 4 Plus printer	175.00
(2) 5' Arborite top table desks	40.00
Canon NP 6521 bond photocopier with 10-bin page sorter, reduction and enlargement on stand	1,000.00
HIC binding system	225.00
Premier paper cutter	45.00
Cole 2-door steel stationary cabinet	150.00

Development Office

Open 6-tier arborite bookcase	35.00
White board	25.00
Walnut twin pedestal executive desk	20.00
Arborite top/steel twin pedestal executive desk	35.00
Arborite top/black steel twin pedestal executive desk	15.00
Black executive armchair (as is)	2.00
Open 4-tier arborite bookcase	25.00
6' Arborite top table desk	30.00
(2) ProSystems Pentium 166 PC computer with Samtron 14" colour monitors, keyboards with built-in mouse	800.00

Corner Office

Blue tub chair	10.00
Arborite top/steel twin pedestal desk	20.00
Beige executive armchair	2.00
Commodore 4-drawer legal locking file cabinet	55.00
6' Arborite top table desk	25.00

Halfway

Four-panel office divider	30.00
Black stacking side chair (ripped)	1.00
Brown tweed executive armchair	30.00
A Open tower PC computer with Epson ES-1200C 14" page scanner, Acer 15" colour monitor, Epson Styles colour printer, keyboard and mouse	615.00
5' Arborite top table desk	25.00
APC Pro back-up	50.00

Pryor Office

CBF 4-drawer legal lateral locking file cabinet	200.00
Glass top circular coffee table	45.00
Cole 2-drawer legal file cabinet	45.00
(2) Blue tub chairs	20.00
IBM PC Computer with 15" colour monitor, 90Mhz, Apple Laser Writer printer	275.00
Oak table desk with similar credenza	225.00

Black leather air-operated armchair	20.00
Arborite return	5.00
Walnut credenza	25.00
Sentry 2-drawer letter size safe/file	150.00
Boardroom white board	50.00
<i>Outside Office</i>	
Arborite 5-tier open bookcase	40.00
Beige executive armchair	30.00
(2) Monarch legal lateral file cabinets	250.00
Set of drawers (as is)	2.00
<i>Frank's Office</i>	
Pro Source 3-drawer legal lateral locking file cabinet	200.00
(2) Raspberry open arm reception chairs	70.00
Arborite top 8' folding table	60.00
Leather high back air-operated armchair	140.00
A Open Pentium 133 computer with Orchestra 15" colour monitor, keyboard and mouse	450.00
Arborite top 5' table desk	25.00
Open arborite 4-tier bookcase	35.00
<i>Video Room</i>	
RCA 46" Large screen colour television with remote control	1,500.00
Aiwa VHS VCR with remote control	65.00

Mitsubishi V82 VHS hi-fi VCR with remote control	125.00
Arborite and glass stereo stand	25.00
Arborite 7-tier open bookcase	45.00
Metal 3-tier shelf	2.00

Hennin's Office

(2) Raspberry open arm reception chairs	70.00
Open 7-tier arborite bookcase	60.00
White board	25.00
Global 4-drawer legal locking file cabinet	55.00
Arborite top 5' table desk	25.00
Arborite single pedestal sales desk	45.00
Wedge Pentium 133 tower PC computer with Acer 15" colour monitor, keyboard and mouse	325.00
Raspberry swivel and tilt executive armchair	45.00

Common Office Area

(5) Arborite top/steel twin pedestal executive desks	125.00
Portable pressboard microwave stand	20.00
Hewlett Packard Laserjet 5 N printer	150.00
(4) Raspberry executive armchair	140.00
Beige executive armchair	15.00
A Open Pentium 133 PC computer with Daytek 14" colour monitor, keyboard and mouse	300.00

Pro Pentium 120 PC tower computer with Samtron 14" colour monitor, keyboard, mouse and NEC external CD Rom	360.00
White 6-tier open arborite shelf unit	22.00
(2) A Open Pentium 133 tower PC's with Acer 15" colour monitors, keyboard and mouse	700.00
(2) 6' Arborite top folding tables	70.00

Side Room

A Open Pentium 100 PC computer with Samtron 14" colour monitor, keyboard and mouse	225.00
Arborite top 5' table desk	25.00
Arborite twin pedestal executive desk	20.00
(2) Wedge Pentium 300 tower PC's with Acer 15" colour monitors, keyboards and mice	1,700.00
(2) Pro Pentium 90 PC computers with 14" colour monitors and keyboards with built-in mice	600.00
Arborite 2-part corner desk with file	90.00
(2) Executive armchairs	20.00
Black stacking side chair	5.00
6-Tier arborite open bookcase	45.00
Router (for computer network)	200.00
Hewlett Packard Laserjet 5 printer	150.00

Board Room

6' Arborite top table desk	35.00
Black stacking side chair	5.00

Arborite top 8' board room table	100.00
(8) Artopex stacking boardroom armchairs	210.00
Buhl overhead projector	100.00
White board	25.00
<i>Lunch Room</i>	
Arborite top 8' folding table	150.00
(10) Folding card table chairs	30.00
Aramark auto coffee maker	On Loan
Arborite top 5' table desk	20.00
Gibson white 2-door frost-free bin refrigerator	175.00
General Electric turntable microwave oven	45.00
<i>Reception Office</i>	
Ascom mail system	Leased
Brother GX-6750 electronic typewriter	20.00
Ease-Phone telephone answering machine	20.00
Sony dictating station	100.00
Meridian electronic telephone system with (25) handsets and CPU	2,600.00
8' Arborite table desk	40.00
A Open Pentium 90 PC computer with 14" colour monitor, keyboard and mouse	200.00
Arborite reception desk with left hand return	60.00
Set of file drawers with arborite top	20.00

(3) Commodore 4-drawer legal file cabinets, (1) locking 130.00

First Office

Open 4-tier bookcase 35.00

Mahogany-finished twin pedestal executive desk with matching credenza 750.00

Pro Pentium 133 PC computer with 14" colour monitor, keyboard and mouse 200.00

Black leather executive armchair 170.00

(3) Artopex stacking armchairs 105.00

Middle Office

Mahogany-finished twin pedestal executive desk 300.00

Leather executive air-operated armchair 150.00

(2) Raspberry reception armchairs 70.00

4-Drawer legal lateral locking file cabinet 200.00

6' Arborite table desk 30.00

Corner Office

Arborite twin pedestal desk 45.00

Arborite table desk 25.00

Beige steno chair 20.00

Raspberry executive armchair 45.00

Toshiba 460 CDT Pentium laptop computer 600.00

Wedge Pentium 133 tower PC with Acer 14" colour monitor, keyboard,
printer, Hewlett Packard Laserjet 6MP printer and Okidata microline 321
dot matrix printer 610.00

Arborite printer stand	25.00
Globank 5-drawer legal locking lateral file/cabinet	275.00
Arborite 5-tier open bookcase	20.00
GBC paper basket shredder	40.00
A-Open Pentium 200 tower PC server with IBM 14" colour monitor, keyboard, mouse, APC back-up	650.00
Wedge Pentium 200 tower PC server with Acer 14" colour monitor, keyboard, mouse, APC back-up	650.00
Arborite top 5' table desk	25.00
2-Door arborite record cabinet	2.00
<i>Hallway/Common Area</i>	
3-Part office divider with plexiglass panel	70.00
3-Drawer legal lateral locking file cabinet	90.00
Arborite top twin pedestal desk	15.00
Arborite table desk	25.00
Tower Pentium 133 PC computer with Acer 14" colour monitor, keyboard, mouse, Panasonic KX-P1624 dot matrix printer	325.00
Sharp electronic calculator	15.00
Raspberry executive armchair	45.00
Honeywell air purifier	50.00
Glass top wrought iron coffee table with matching end table	190.00
Burgundy vinyl sofa and (2) matching armchairs	450.00

Rear Office

(2) Raspberry reception armchairs	70.00
Mahogany-finished twin pedestal desk with 2-drawer legal lateral file cabinet	275.00
Black leather executive armchair	150.00
8' Arborite table desk	40.00
Arborite 4-tier open bookcase	40.00
White board	20.00

Production Office

Open 5-tier arborite bookcase	40.00
Commodore 4-drawer legal file cabinet	50.00
A-Open Pentium 120 PC computer with Acer 14" colour monitor, keyboard and printer	300.00
(2) Arborite top twin pedestal executive desks	20.00

Production

Tektronix 2213A oscilloscope	400.00
Commodore 4-drawer legal file cabinet	40.00
Arborite top twin pedestal executive desk	20.00
Arborite table desk	10.00
Orange armchair	2.00
Campbell Hausfeld 2HP horizontal portable air compressor	225.00
(6) Gray steel assembly benches	1,200.00
3-Tier inventory cart	45.00

(4) Small parts cabinets	48.00
(2) OK SA 1000 Soldering systems	250.00
EFD Universal fluid dispenser	150.00
(3) Weller soldering guns	75.00
Heat gun	20.00
(5) Gray executive armchairs	150.00
(2) 3-Tier twin stock carts	90.00
(6) Clamp-on desk lamps	90.00
Wedge notebook laptop computer	1,000.00
Hewlett Packard 6824A DC power supply	45.00
Mastercraft 2-part stacking portable tool box of assorted hand tools including hydraulic punch driver, socket sets, Knockout punch and Fluke Multimeter	390.00
12' Test bench	150.00
Fluke Multimeter	35.00
(2) Metal adjustable stools	40.00
Orange arm chair	1.00
Manual pallet wrapper	50.00
Global 14' test bench	150.00
Pentium 100 tower PC computer with Acer 14" colour monitor, keyboard, mouse and Panasonic KX-P1180 dot matrix printer on desk	325.00
(6) Sections of 8'x 8'x3' pallet raching with extra load beams and wood shelves for (11) running sections	1,100.00
(2) Global work benches	100.00

Ridgid 2" pipe cutter	45.00
Tennsco 5-tier steel shelf unit	40.00
Starrett pink granite 36"x 36" inspection plate on stand	450.00
Centering machine	125.00
Mitutoyo 24" height gauge	200.00
Custom-made test bench with computer, Flex drive and monitor with separate printer on stand	700.00
7-Screen office enclosure	40.00
(2) Open steel stock shelves	80.00
(4) Global benches	200.00
<i>Rear</i>	
(2) Adjustable stock shelves	70.00
Kenmore 848 upright vacuum cleaner	35.00
Squeegee mop and pail	45.00
Tektronix 2225 oscilloscope	325.00
Pro Pentium 75 PC computer with Samsung 14" colour monitor, keyboard and mouse	150.00
Sensor, Heidenhain digital readout, power supply and fibre optic illuminator	180.00
Wall clock	25.00
<i>Shop</i>	
Sears 45 litre wet/dry vacuum	40.00
Poly banding cart with crimper and tightener	125.00

5' Aluminum step ladder	15.00
Chiswick foam packaging filler	100.00
Hydraulic pallet truck	150.00
Dayton power hack saw	250.00
Hyster 2600lb. electric rider forklift, (2) Stage Mast solid tires, charger and roll cage	3,000.00
Delta 4" belt and 6" disc sander	120.00
Steel work bench with Mastercraft vise and Delta 8" double end grinder	260.00
Mastercraft 2-part stacking tool box of assorted hand tools	300.00
Section of adjustable steel shelving	45.00
Plastic 4-wheel dolly	25.00
Wooden work bench of parts	100.00
(2) Metals stools	30.00
(2) Steel saw horses	48.00
Steel test bench	600.00
(2) Sections of steel pallet racking with (4) sets of load beams	200.00
Open steel stack shelving	40.00
Microscope, odd electronics, power bar, etc.	300.00
Computer control	G.M.
(2) Small open bookcases	30.00
Commodore 4-drawer legal file cabinet	40.00
4-Drawer letter size file cabinet	20.00

Steel adjustable stock shelf	40.00
Hydralock tripod	40.00
<i>Centre Section</i>	
Steel 2-door stationary cabinet	80.00
Adjustable steel shelf unit	75.00
Stacking armchair	35.00
Mitutoyo PH350 profile projector, 4 electronic digital read-out	1,500.00
Test station development site with robotic arm, (2) table desks, shop cart, digital cart roller, computer with Pentium 300 drive and Conair C3G-900 control station	4,500.00

INVENTORY APPRAISAL

Item key	Description	On Hand	Cost	Total
35560	laser diode	10	\$241.71	\$2,417.10
35580	laser diode	17	\$246.23	\$4,185.91
35570	laser diode	29	\$196.98	\$5,712.42
34660	ccd camera	37	\$200.27	\$7,409.99
34010	256G array	25	\$150.04	\$3,751.00
34020	256K array	25	\$110.76	\$2,768.00
34030	512G array	25	\$270.07	\$6,751.75
34050	1024G array	25	\$511.20	\$12,780.00
11010	sp1d-8-50	2	\$950.16	\$1,900.32
11600	sp2dh-25-150	1	\$1,033.64	\$1,033.64
11620	sp2dh-50-150	5	\$1,065.74	\$5,328.70
11640	sp2dl-25-150	4	\$1,322.22	\$5,288.88
11650	sp2dl-50-150	2	\$1,365.44	\$2,730.88
11740	sp2dl-25-300	3	\$1,885.83	\$5,687.49
11670	sp3d-25-150	5	\$1,449.82	\$7,249.10
11680	sp3d-50-150	5	\$1,522.58	\$7,612.90
11770	sp3d-25-300	1	\$2,057.29	\$2,057.29
11110	ep-1 sensor	2	\$816.82	\$1,633.24
11350	esp-2 sensor	2	\$1,928.54	\$3,857.08
11400	hp-1fs sensor	2	\$1,494.34	\$2,988.68
11430	hp-1fb sensor	6	\$1,494.34	\$8,966.04
11480	hp-2fb sensor	2	\$1,521.49	\$3,042.98
13010	ds 2.50 mag dimensional	2	\$1,747.11	\$3,494.22
30020	LAM-2A	3	\$3,049.40	\$9,148.20
30010	LAM-1A	6	\$2,813.00	\$16,878.00
21757	PCB LAI-1	2	\$1,021.49	\$2,042.98
21758	PCB 4 Chn Mux	2	\$554.55	\$1,109.10
21760	PCB Flaw Processor	7	\$993.95	\$6,957.65
21765	sensor connector board	3	\$984.35	\$2,953.05
21774	PLC interface card	1	\$1,132.50	\$1,132.50
21773	PCB frame grabber MAI-1	5	\$752.08	\$3,760.30
TOTAL				\$152,660.39

At 10% of Stated Value = \$15,268

SAMI PATENTS

PATENT

REEL: 025192 FRAME: 0415

JAN-68-90-NAL

SAMI Patents (USA only)

5148591 *Vision Target Based Assembly*
5267143 *Vision Assisted Fixture Construction*
5374830 *Target based determination of Robot and Sensor Alignment*
5380978 *Method of Assembly of Car bodies and Other 3 Dimensional Objects*
5455765 *Vision Assisted Fixture Construction*
5600760 *Target based determination of Robot and Sensor Alignment*
5602967 *Vision Target Based Assembly*
5608847 *Vision Target Based Assembly*
5615108 *Vision Assisted Fixture Construction*
5696673 *Vision Assisted Fixture Construction*
5706408 *Target based determination of Robot and Sensor Alignment*
5721677 *Vision Assisted Fixture Construction*
5871391 *Apparatus for Determining Dimensions*
5825017 *Method and Apparatus for Determining Dimensions*
5844668 *Protection of optical sensors*
5854880 *Target based determination of Robot and Sensor Alignment*
5910894 *Sensor based intelligent tooling improvements*
5917726 *Intelligent Machining and mfg*

SAMI PENDING PATENT APPLICATIONS

SAMI Pending Foreign Application (filed out of USA Patent office)

PCT Application: PCT US94/00398 Sensor based intelligent tooling improvements

Still Pending US applications (as of July 27 99)

Some of these may have been dropped.

Improvements in Assembly Tooling 08/380,321

Intelligent Machining and mfg 09/342,245

Robot Vision using holes, corners and other object features 08/468,358

Vision Target Based Assembly 07/875,262

Method and Apparatus for Assembly of Car bodies and other 3 D Objects 08/584,825

Optimum Part Positioning For Process Control and Joint Evaluation 08/903,383

Methods and Apparatus for control of lathes and other machine tools 08/566,449

Methods and Apparatus for control of lathes and other machine tools 08/591,008

Protection for sensors in industrial applications 09/201,669