

# PATENT ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Ministerial Order
CONVEYING PARTY DATA	
Name	Execution Date
Alberta Research Council Inc.	12/17/2009
RECEIVING PARTY DATA	
Name:	Alberta Innovates - Technology Futures
Street Address:	250 Karl Clark Road
City:	Edmonton
State/Country:	ALBERTA
Postal Code:	T6N 1E4
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	7669292
CORRESPONDENCE DATA	
Fax Number:	(780)421-7951
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	7804218133
Email:	lucase@bennettjones.com
Correspondent Name:	Bennett Jones LLP
Address Line 1:	3200 Telus House South Tower
Address Line 2:	10020 - 100 Street
Address Line 4:	Edmonton, ALBERTA T5J 0N3
ATTORNEY DOCKET NUMBER:	30319.634
NAME OF SUBMITTER:	Edward Yoo
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*Office of the Minister*

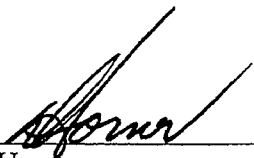
**MINISTERIAL ORDER NO. 90/2009**

**ALBERTA RESEARCH AND INNOVATION ACT**

**TRANSFER ORDER**

I, Doug Horner, Minister of Advanced Education and Technology, pursuant to section 14 of the *Alberta Research and Innovation Act*, make the order attached in the Appendix hereto (the "Transfer Order") effective January 1, 2010 (the "Effective Date").

Dated at Edmonton, Alberta the 17 day of December, 2009.

  
\_\_\_\_\_  
Doug Horner  
Minister

**APPENDIX**  
**TRANSFER ORDER**

**1.0 INTRODUCTION**

- 1.1 Pursuant to Section 14(2) of the *Alberta Research and Innovation Act* (the “Act”), and Order in Council 560/2009, the Lieutenant Governor in Council is dissolving the following entities as of the Effective Date:

Alberta Agricultural Research Institute  
Alberta Energy Research Institute  
Alberta Forestry Research Institute  
Alberta Heritage Foundation for Medical Research  
Alberta Heritage Foundation for Science and Engineering Research  
Alberta Information and Communications Technology Institute  
Alberta Life Sciences Institute  
Alberta Research Council Inc.  
Alberta Science and Research Authority  
iCORE Inc.

(the “Dissolved Entities”)

- 1.2 Pursuant to Section 14(4) of the Act, the Minister of Advanced Education and Technology (the “Minister”) has the authority, with respect to the Dissolved Entities, to provide for winding up of their affairs, the transfer of their powers, duties, functions, assets, obligations and liabilities and records and to provide for other matters by Ministerial Order.
- 1.3 Pursuant to Section 7 of the Act and the *Alberta Research and Innovation Regulation* (Alta. Reg. 203/09) (the “Regulation”), the following research and innovation corporations will be established as of the Effective Date:

Alberta Innovates – Bio Solutions  
Alberta Innovates – Health Solutions  
Alberta Innovates – Energy and Environment Solutions  
Alberta Innovates – Technology Futures

(the “New Entities”)

2.0 ORDER

2.1 The Minister, therefore, makes the following orders:

- (a) All the powers, duties, functions, assets, obligations and liabilities and records of the Dissolved Entities are hereby transferred, by law to the New Entities in accordance with the Schedules attached hereto, and
- (b) In conjunction with this transfer and as required by Section 9 of the Regulation, the Minister hereby approves the acquisition of real property by Alberta Innovates – Technology Futures from Alberta Research Council Inc.

## Schedule 1

### Alberta Innovates - Bio Solutions

1.1 All powers, duties, functions, assets, obligations, liabilities, and records that relate to:

- (a) **Alberta Agricultural Research Institute**
- (b) **Alberta Life Sciences Institute**
- (c) **Alberta Forestry Research Institute**

(the "ASRA Institutes")

- (d) that part of the Alberta Heritage Foundation for Science and Engineering Research identified as or related to the following:

**Alberta Prion Research Institute**  
**Center For Livestock Genomics**  
**Center for Performance Oilseeds**

(the "AHFSER Programs")

as of the Effective Date are transferred to and become, by law, the powers, duties, functions, assets, obligations, liabilities and records of the New Entity, **Alberta Innovates – Bio Solutions**.

1.2 The above transfer is subject to the following exceptions:

- (a) Employment contracts and all liabilities and obligations related to employment of Provincial employees in the ASRA Institutes remain with Her Majesty the Queen in right of Alberta (the "Province") during any period of reassignment and subject to the terms and conditions of any staffing services agreement between the Province and the New Entity.
- (b) Liability for any legal action in relation to the ASRA Institutes that commenced prior to the Effective Date remains with the Province.
- (c) With respect to any obligations arising out of transferred contracts between the Province (in respect of the ASRA Institutes) and third parties that were entered into prior to the Effective Date, the third party may look jointly to the Province or the New Entity for fulfilment of such obligations.

- (d) Certain information technology hardware, as determined by the Minister in writing from time to time, shall be transferred to the New Entity. Software and licenses in relation to information technology are subject to the Shared Services Agreement to be entered into between the Province and the New Entity.

1.3 In the event of any lack of clarity, error, dispute or disagreement on interpretation of this Order regarding the identification of assets or liabilities being transferred, the Deputy Minister may determine the matter in consultation with the New Entity and the Deputy Minister may amend this Order accordingly and, if necessary, with retroactive effect.

1.4 If the New Entity is required by law to record, register or otherwise document the transfer of any asset or liability and obligation, the Province shall execute documents or take other reasonable steps necessary to assist the New Entity.

## Schedule 2

### Alberta Innovates – Health Solutions

1.1 All powers, duties, functions, assets, obligations, liabilities and records that relate to:

- (a) **Alberta Heritage Foundation for Medical Research**  
(including, for greater certainty, shares in the Alberta Foundation for Health Research)

as of the Effective Date are transferred to and become by law the powers, duties, functions, assets, obligations, liabilities and records of the New Entity, **Alberta Innovates – Health Solutions**.

1.2 The above transfer is subject to the following exceptions:

None

1.3 In the event of any lack of clarity, error, dispute or disagreement on interpretation of this Order regarding the identification of assets or liabilities being transferred, the Deputy Minister may determine the matter in consultation with the New Entity and the Deputy Minister may amend this Order accordingly and, if necessary, with retroactive effect.

1.4 If the New Entity is required by law to record, register or otherwise document the transfer of any asset or liability and obligation, the Province shall execute documents or take other reasonable steps necessary to assist the New Entity.



### Schedule 3

#### **Alberta Innovates – Energy and Environment Solutions**

1.1 All powers, duties, functions, assets, obligations, liabilities and records that relate to:

- (a) **Alberta Energy Research Institute**  
(“AERI”)
- (b) that part of the Alberta Heritage Foundation for Science and Engineering Research identified as or related to the following:

**Alberta Water Research Institute**  
**Centre for In-Situ Energy**  
**Centre for Oil Sands Innovation (“COSI”)**  
**Centre for Clean Coal, Carbon Capture and Minerals Processing Technologies (“C4MP”)**

(the “AHFSER Programs”)

as of the Effective Date are transferred to and become by law the powers, duties, functions, assets, obligations, liabilities and records of the New Entity, **Alberta Innovates – Energy and Environment Solutions**.

1.2 The above transfer is subject to the following exceptions:

- (a) Employment contracts and all liabilities and obligations related to employment of Provincial employees in AERI remain with Her Majesty the Queen in right of Alberta (the “Province”) during any period of reassignment and subject to the terms and conditions of any staffing services agreement between the Province and the New Entity.
- (b) Liability for any legal action in relation to AERI that commenced prior to the Effective Date remains with the Province.
- (c) With respect to any obligations arising out of transferred contracts between the Province (in respect of AERI) and third parties that were entered into prior to the Effective Date, the third party may look jointly to the Province or the New Entity for fulfilment of such obligations.
- (d) Certain information technology hardware, as determined by the Minister in writing from time to time, shall be transferred to the New Entity. Software and licenses in relation to information technology are subject to the Shared Services Agreement to be entered into between the Province and the New Entity.

1.3 In the event of any lack of clarity, error, dispute or disagreement on interpretation of this Order regarding the identification of assets or liabilities being transferred, the Deputy Minister may determine the matter in consultation with the New Entity and the Deputy Minister may amend this Order accordingly and, if necessary, with retroactive effect.

1.4 If the New Entity is required by law to record, register or otherwise document the transfer of any asset or liability and obligation, the Province shall execute documents or take other reasonable steps necessary to assist the New Entity.

**Schedule 4**  
**Alberta Innovates – Technology Futures**

1.1 All powers, duties, functions, assets, obligations, liabilities and records that relate to:

- (a) **Alberta Research Council Inc.** (including, for greater certainty, shares of C-FER Technologies Inc. and all real property)
- (b) **iCORE Inc.**
- (c) that part of the **Alberta Information and Communications Technology Institute** (“ICT Institute”) identified as or related to the following:

**Tecterra – Integrated Resource Management**  
**TRLabs**

- (d) **Alberta Heritage Foundation for Science and Engineering Research** (“AHFSER”) except for those relating to the programs identified as being transferred to **Alberta Innovates – Bio Solutions** (Schedule 1) and to **Alberta Innovates – Energy and Environment Solutions** (Schedule 3) and, for greater certainty, includes the following programs:

**Nanotechnology Accelerator**  
**Centre for Machine Learning**  
**Centre for Carbohydrate Science**  
**Centre for Integrative Biotechnologies (IBT)**  
**nanoWorks Program**  
**r&d Associates Program**  
**Commercialization Associates Program**  
**Ingenuity Enterprise**  
**Scholar Program**  
**New Faculty Awards**  
**Ingenuity Grad Student Scholarships**  
**Ingenuity Nanotechnology Grad Student Scholarships**  
**Science Awareness**  
**SA - Strategic Partnerships**  
**SA - Awareness and Public Engagement**  
**SA - student programs and teacher programs**  
**iGEM - International Genetically Engineered**  
**Machines competition**  
**Special Ingenuity Awards**  
**Bill Bridger Award of Excellence**  
**Len Bolger Memorial Scholarship in Energy Research**  
**Excellence**  
**Tecterra – Integrated Resource Management**  
  
(the “AHFSER Programs”)

as of the Effective Date are transferred to and become by law the powers, duties, functions, assets, obligations, liabilities and records of the New Entity, **Alberta Innovates – Technology Futures**.

1.2 The above transfer is subject to the following exceptions:

- (a) Liability for any legal action in relation to the ICT Institute that commenced prior to the Effective Date remains with the Province.
- (b) With respect to any obligations arising out of transferred contracts between the Province (in respect of the ICT Institute) and third parties that were entered into prior to the Effective Date, the third party may look jointly to the Province or the New Entity for fulfilment of such obligations.

1.3 In the event of any lack of clarity, error, dispute or disagreement on interpretation of this Order regarding the identification of assets or liabilities being transferred, the Deputy Minister may determine the matter in consultation with the New Entity and the Deputy Minister may amend this Order accordingly and, if necessary, with retroactive effect.

1.4 If the New Entity is required by law to record, register or otherwise document the transfer of any asset or liability and obligation, the Province shall execute documents or take other reasonable steps necessary to assist the New Entity.