

PATENT ASSIGNMENT

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT

CONVEYING PARTY DATA

Name	Execution Date
Lawrence Kates	11/16/2012

RECEIVING PARTY DATA

Name:	Nest Labs, Inc.
Street Address:	900 Hansen Way
City:	Palo Alto
State/Country:	CALIFORNIA
Postal Code:	94304

PROPERTY NUMBERS Total: 16

Property Type	Number
Patent Number:	7156316
Patent Number:	7163156
Patent Number:	7168627
Patent Number:	7455236
Patent Number:	7455237
Patent Number:	8014902
Patent Number:	8020777
Patent Number:	8033479
Application Number:	11613110
Application Number:	11669102
Application Number:	12426886
Application Number:	13269155
PCT Number:	US2005032022
PCT Number:	US2007008322
PCT Number:	US2007008109

OP \$640.00 7156316

PCT Number:

US2008061916

**CORRESPONDENCE DATA**

Fax Number: 4155760300

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 303-571-4000

Email: msarles@kilpatricktownsend.com

Correspondent Name: KILPATRICK TOWNSEND & STOCKTON LLP

Address Line 1: TWO EMBARCADERO CENTER, EIGHTH FLOOR

Address Line 4: SAN FRANCISCO, CALIFORNIA 94111-3834

ATTORNEY DOCKET NUMBER:

KAT009-US

NAME OF SUBMITTER:

Matthew T. Sarles

Total Attachments: 8

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# ASSIGNMENT

In consideration of the Purchase Price paid under the terms of the ORDER APPROVING SALE OF LOT 52 OF PATENT-RELATED ASSETS TO NEST LABS, INC. (the "ORDER"), attached hereto as Appendix A, the receipt of which is hereby acknowledged, the Bankruptcy Estate of Lawrence Kates (Bankr. W.D. Wash., No. 09-10188-TWD) (the "Assignor"),

*Hereby* sells, assigns, and transfers to

Nest Labs, Inc., a corporation of the State of Delaware, having a place of business at 900 Hansen Way, Palo Alto, CA 94304

(the "Assignee"),

its successors, assigns and legal representatives, the entire right, title and interest for all countries, in and to any and all inventions which are disclosed and claimed, any and all inventions which are disclosed but not claimed, in the patents and patent applications identified in Exhibit A of the ORDER;

the aforementioned patents and patent applications to be held by Assignee for its own use and the use of its successors, assigns and other legal representatives, as fully and entirely as the same would have been held by Assignor if this assignment had not been made, as assignee of its entire right, title and interest therein.

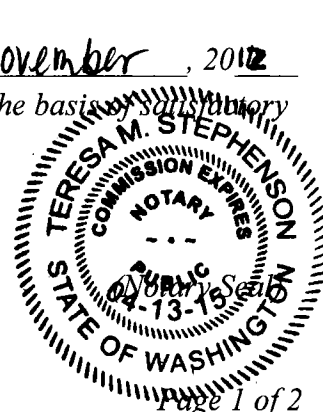
IN WITNESS WHEREOF, the Plan Administrator for the Assignor has caused this ASSIGNMENT to be executed as of the date below written:

Signature: [Handwritten Signature]  
Name: David Stapleton, Stapleton Group  
Date: Nov 16, 2012 Title: Plan Administrator

Stapleton Group, Inc., Plan Administrator, for the Assignor, Bankruptcy Estate of Lawrence Kates

Subscribed and sworn to or affirmed before me on this 16<sup>th</sup> date of November, 2012 by David Stapleton who proved to me on the basis of satisfactory evidence to be the person who appeared before me.

[Handwritten Signature]  
Notary Public Signature



**Appendix A**

ORDER APPROVING SALE OF LOT 52  
OF PATENT-RELATED ASSETS  
TO NEST LABS, INC. (the "ORDER")

entered into docket October 2, 2012 by

the United States Bankruptcy Court, Western District of Washington, at Seattle

(Bankr. W.D. Wash., No. 09-10188-TWD)

64629235V.1

Below is the Order of the Court.



**Timothy W. Dore**  
**U.S. Bankruptcy Court**  
(Dated as of Entered on Docket date above)

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UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF WASHINGTON  
AT SEATTLE

In Re: )  
Lawrence Kates, )  
Debtor. )

No. 09-10188-TWD  
ORDER APPROVING SALE OF LOT  
52 OF PATENT-RELATED ASSETS  
TO NEST LABS, INC.

THIS MATTER having come before the Court upon the Plan Administrator's (the "PA's") Motion (the "Motion") for entry of an Order Approving Sale of Lot 52 of Patent-Related Assets to Nest Labs, Inc. or Other Prevailing Bidder Under Proposed Bidding Procedures (the "Bid Procedures"); and the Court having duly considered the Motion with all the supporting declarations, the responses thereto, as well as the arguments of counsel, and the Court having determined that the PA's proposed Bid Procedures outlined in the Motion are adequate and fair<sup>1</sup>; and the Court having determined that the all-cash purchase offer submitted by Nest Labs, Inc., as compared to the purchase offer submitted by the Debtor, is of greater

<sup>1</sup> With the exception of the amount of overbid increments, which the Court reduced from \$20,000 to \$5,000.

ORDER APPROVING SALE OF LOT 52 OF PATENT-RELATED  
ASSETS TO NEST LABS, INC. - 1

124867.0001/5466156.1

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SEATTLE, WASHINGTON 98101-2338  
206.223.7000 FAX: 206.223.7107

**PATENT**

1 value for the Estate and in the best interests of the Estate and its creditors; and the Court  
2 having determined that the notice given of the Motion was sufficient and appropriate under  
3 the circumstances; and the Court having made its findings of fact and conclusions of law as  
4 set forth in its oral ruling at the conclusion of the September 14, 2012 hearing on the Motion,  
5 which findings of fact and conclusions of law are incorporated herein pursuant to Federal  
6 Rule of Civil Procedure 52 and Federal Rules of Bankruptcy Procedures 7052 and 9014; now,  
7 therefore it is hereby ORDERED as follows:

8 1. The sale of the eight (#2) Energy Conservation U.S. Patent 8,033,479;  
9 7,168,627; 8,014,902; 8,020,777; 7,455,237; 7,163,156; 7,156,316 and 7,455,236, and all the  
10 foreign applications, abandoned U.S. applications and the pending U.S. applications, as  
11 identified on Exhibit A attached hereto (collectively, "Lot 52"), to Nest Labs, Inc. for the  
12 purchase price of \$118,000 (the "Purchase Price") is in the best interests of the Estate, and is  
13 hereby approved.

14 2. Nest Labs, Inc. is required to submit the Purchase Price, and any other  
15 payments required under the Auction Consignment Agreement, no later than three days from  
16 the expiration of the 14-day stay provision under Bankruptcy Rule 6004(h).

17 3. The PA is authorized to take any further action necessary for the  
18 consummation of the sale, including, without limitation, the transfer and assignment of all  
19 rights in Lot 52 to Nest Labs.

20 4. The sale of Lot 52 to Nest Labs is determined to be a sale to a good faith  
21 purchaser, free and clear of any interests in Lot 52, pursuant to 11 U.S.C. §§363(b), (f) and  
22 (m).

\*\*and in its oral ruling at the  
conclusion of the September 28,  
2012 hearing regarding the Motion,

### End of Order ###

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ORDER APPROVING SALE OF LOT 52 OF PATENT-RELATED  
ASSETS TO NEST LABS, INC. - 2

124867.0001/5466156.1

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**PATENT**

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Presented by:

LANE POWELL PC

By: /s/ Tereza Simonyan

Bruce W. Leaverton, WSBA No. 1532

Mary Jo Heston, WSBA No. 11065

Tereza Simonyan, WSBA No. 4141

Attorneys for Stapleton Group, Inc., the Plan Administrator

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ORDER APPROVING SALE OF LOT 52 OF PATENT-RELATED  
ASSETS TO NEST LABS, INC. - 3

124867.0001/5466156.1

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**EXHIBIT A**



**Schedule 1.1 - Lot 52**

**List of Assigned IP and Licenses**

Patents

Patent Number	Application	Title
WO 2009105119	PCT/US2008/061916	Apparatus for energy-efficient temperature-based management of a pool pump and heater system
US 8033479	11/669,066	
US 2006071087		
US 2007119958		
US2007102149		
AU 2007345735		
CA 2676969		
EP 2062109		
WO 2008094166	PCT/US2007/008322	
US 7168627	10/959,362	
11/613,110		Electronically - controlled register vent for zone heating and cooling
12/426,886		
13/269,155		
US 8014902	12/036,153	Method and apparatus for energy-efficient temperature-based systems management
US 2009211986		Not Listed
RU 2007114679		
AU 2005294681		
CA 2582232		
CN 101048624		
JP 2008516179		
MX 2007003854		
US 8020777	11/668,429	
US 2007095518		
US 2008179052		

System and method for budgeted for zone heating and cooling

EP 1807660		
EP 2052190		
WO 2006041599	PCT/US2005/032022	
WO 2008094165	PCT/US2007/08109	
US 7455237	11/613,116	
US 7163156	10/959,361	
US 2006071086		
US 2008179053		
11/669,102		
US 7156316	10/959,494	
US 7455236	11/613,090	
US 2006071089		
US 2007119957		

System and method for zone heating and cooling

System and method for zone thermostat budgeting

Zone thermostat for zone heating and cooling