SoLIM Transfer Agreement

This is a transfer agreement for the SoLIM technology between Dr. ______________________ at __________________________ (referred to as the Transferee) and Profss. A-Xing Zhu and James E. Burt as representatives of the University of Wisconsin-Madison. UW-Madison (hereafter Owner) owns the intellectual property underlying the SoLIM technology. Listed below are the conditions pertaining to this transfer.

1. Transferee shall receive and use the materials and information supplied solely for application of such information and materials in Transferee's research program.

2. All information and materials supplied to Transferee shall be deemed to belong to Owner and are provided in confidence. Except as may be authorized in writing by Owner or its representatives, Transferee shall retain all information and materials in its secure possession and will not transfer such materials and information to anyone outside of their research facilities for any purpose. Transferee agrees to exert its best efforts to preserve the confidential status of the materials and information, following procedures with regard thereto at least as stringent as it follows with respect to its own proprietary information.

3. None of the information or materials or derivatives thereof will be offered commercially by the Transferee without a suitable commercial license from Owner or its representatives or their licensing agent.

4. Transferee agrees to communicate to Profs. Zhu and Burt all publications and/or research results made public by Transferee based on Transferee's research using the information and materials.

5. Transferee agrees to acknowledge use of SoLIM in all publications by Transferee based on Transferee's research using the information and materials.

UW-Madison Representatives:

___________________________  _______________________
Signature                      Signature
Prof. A-Xing Zhu              Prof. James E. Burt

Date: March 2, 2006

________________________________________
Transferee:

________________________________________
Signature
Print Name: ____________________________

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Email: _________________________________

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Tel: ________________________________ Date: ___________________________