

BILL OF SALE

This **BILL OF SALE** is executed in furtherance of the terms of a certain Lease dated as of December 1, 1967 (the "1967 Lease"), between the **CITY OF LAWRENCE, KANSAS** (the "City") and **SCHLUMBERGER TECHNOLOGY CORPORATION** (the "Lessee"), as assignee of Camco, Incorporated and TRW, Inc., itself assignee of The B.F. Goodrich Company and a certain Lease dated as of January 1, 1976 between the City and the Lessee, as assignee of TRW, Inc..

For valuable consideration, the City hereby transfers, assigns and conveys to the Lessee all fixtures, machinery, equipment and other personal property purchased in whole or in part from the proceeds of the City's Industrial Revenue Bonds, B. F. Goodrich Project, Series December 1, 1967, in the aggregate original principal amount of \$3,700,000 (the "Series 1967 Bonds") and its Industrial Revenue Bonds, Series of January 1, 1976 (TRW Inc. Project) in the aggregate original principal amount of \$1,000,000.

Dated: _____, 2011.

CITY OF LAWRENCE, KANSAS

Mayor

[SEAL]

ATTEST:

City Clerk