

ALIAS 11-13-98

11-18-1998



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FORM COVER SHEET NTS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Rockwell International Corporation

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Rockwell Heavy Vehicle Systems, Inc.

Internal Address: I. P. Dept.

Street Address: 2135 West Maple Road Troy, Michigan 48084-7186

City: State: ZIP:

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment (checked), Merger, Security Agreement, Change of Name, Other

Execution Date: November 15, 1996

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No.(s)

B. Patent No.(s)

- 5,676,017, 5,571,059, 5,569,115, 5,582,558, 5,573,477, 5,669,852, 5,779,592, 5,679,093

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Laura M. Slenzak Meritor Heavy Vehicle Systems, LLC Internal Address: I. P. Dept.

Street Address: 2135 West Maple Road

City: Troy State: MI ZIP: 48084-7186

6. Total number of applications and patents involved: 8

7. Total fee (37 CFR 3.41).....\$ 320.00

- Enclosed, Authorized to be charged to deposit account (any additional fees) (checked)

8. Deposit account number: 18-1720

(Attach duplicate copy of this page if paying by deposit account)

11/17/1998 DNGUYEN 00000201 181720 5676017

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Laura M. Slenzak

Name of Person Signing

Signature

11-13-98

Date

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments PATENT Washington, D.C. 20231

REEL: 9580 FRAME: 0310

ASSIGNMENT OF INVENTIONS, PATENT APPLICATIONS AND PATENTS

WHEREAS, Rockwell International Corporation ("Assignor"), a corporation organized and existing under the laws of the State of Delaware, desires to assign to Rockwell Heavy Vehicle Systems, Inc., ("Assignee"), a corporation organized and existing under the laws of the State of Delaware, pursuant to that certain Assignment and Assumption Agreement between Assignor and Assignee dated November 15, 1996, certain assets of Assignor identified as Contributed Assets in Annex A to that certain Agreement and Plan of Merger dated as of July 31, 1996 among Rockwell International Corporation, The Boeing Company and Boeing NA, Inc., and;

WHEREAS, Assignor is the owner of, or has rights in, those inventions, patent applications and patents included among the Contributed Assets, including those inventions, patent applications and patents listed on the Schedule attached hereto ("Contributed Inventions, Patent Applications and Patents").

NOW, THEREFORE, in consideration of the issuance of stock in Assignee to Assignor and for other good and valuable consideration delivered by Assignee to Assignor, the receipt and sufficiency of which are hereby acknowledged, said Assignor does hereby sell, grant, assign, convey and transfer unto the said Assignee, Assignor's entire right, title and interest in and to the Contributed Inventions, Patent Applications and Patents, including any applications or patents arising therefrom or any continuations or divisions thereof, and any and all re-examinations or reissues thereof and the subject matter of any and all claims which may be obtained in every such patent, the same to be held and enjoyed by the said Assignee, its successors, assigns or other legal representatives, for its own use and advantage, and for the use and advantage of its successors, assigns or other legal representatives, to the end of the term or terms for which patents are or may be granted, reissued or re-examined, as fully and entirely as the same would have been held and enjoyed by Assignor had this assignment not been made, including all rights to profits and damage by reason of past infringement by any party or parties, with the right to sue

and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns or other legal representatives.

Assignor hereby appoints Assignee its attorney-in-fact to act in Assignor's name, place and stead to execute, deliver and record any document or instrument of assignment required in any country in which any of the Contributed Inventions, Patent Applications and Patents are pending or issued, granting or confirming the rights granted herein, but only to the extent of those rights granted herein in connection with the Contributed Inventions, Patent Applications and Patents.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed on this 15th day of November 1996.

ROCKWELL INTERNATIONAL CORPORATION

By:



Attest:

(Corporate Seal)

SCHEDULE TO EXHIBIT HVSA Assignment (HVSA)
AUTOMOTIVE - U. S. Issued and Pending Patents

Case No.	Title	Patent No.	Appln. No.	L/H
2899RE	BRAKE ASSEMBLY - Reissue Patent RE31531	RE.31,531	07/276,065	HEAVY
5547	DESIGN: COUPLER FOR TRANSMITTAL OF DATA FROM REMOTE COMPUTER TO HOST COMPUTER	DES331,572	07/501,634	HEAVY
94AUT012	CRUISE CONTROL SHIFT KNOB (DESIGN)	D366,439	29/028,719	HEAVY
5434	DESIGN PATENT - VEHICLE TRANSMISSION GEAR RANGE SELECTOR HANDLE	D320,187	07/488,788	HEAVY
4241	RETAINER SPRING FOR CAM FOLLOWER IN BRAKE SHOE - Design Patent	D268925	203,203	HEAVY
3746	WRENCH - Design Patent	D268,805	184,579	HEAVY
RIA01DDC	METHOD AND APPARATUS FOR ASSISTING IN SHIFTING TRANSMISSION TO NEUTRAL	5,573,477	08/508,155	HEAVY
RIA04DDC	OPERATOR INPUT SYSTEM FOR GEAR SHIFT ASSIST MECHANISM	5,571,059	08/508,307	HEAVY
93AUT011	ENGINE SPEED SYNCHRONIZATION SYSTEM FOR ASSISTING IN MANUAL TRANSMISSION SHIFTING	5,569,115	08/508,135	HEAVY
93AUT006	SNAP-IN SLIP YOKE PLUG	5,562,546	08/412,074	HEAVY
96SUS03	TAG AXLE ASSEMBLY	5,540,454	08/376,023	HEAVY
96SUS01	LIFT AXLE SUSPENSION SYSTEM	5,505,481	08/207,347	HEAVY
93AUT024B	COMPOSITE BRAKE PISTON WITH INTERNAL CUSHION	5,484,041	08/447,286	HEAVY
92AUT024	PLANETARY REDUCTION FOR DRIVE AXLES	5,435,793	08/088,271	HEAVY
93AUT033	A DISC BRAKE ASSEMBLY INCLUDING A CONFIGURED LOAD PLATE	5,433,301	08/166,421	HEAVY
92AUT031	AXLE HOUSING BREATHER	5,348,570	08/042,934	HEAVY

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PATENT
 REEL: 9580 FRAME: 0313

Case No.	Title	Patent No.	Appl. No.	L/H
3681	NON-INTRUSIVE FLUID MEASURING SYSTEM	4,296,472	07/080,556	HEAVY
3854	CARBON SPACER	4,277,985	79407	HEAVY
3887	REINFORCED TUBULAR STRUCTURE AND METHOD OF FABRICATION THEREOF	4,272,971	16454	HEAVY
5083	SAFETY BRAKE MECHANISM ACQUIRED FROM STRATOLINE INC.	4,263,840	89583	HEAVY
3845	TANDEM AXLE SUSPENSION BRACKET ASSEMBLY	4,245,852	5276	HEAVY
3819	HUB AND BEARING SPACER	4,244,631	83082	HEAVY
3677	HEATING AND COOLING SYSTEM	4,241,783	919,030	HEAVY
2350	AXLE ASSEMBLY	4,210,220	961,330	HEAVY
3634	BRAKE SHOE	4,209,084	07/844,096	HEAVY
28265	MULTI-SPEED PLANETARY DRIVE AXLE ASSEMBLY	4,207,780	876,962	HEAVY
2899P	BRAKE ASSEMBLY	4,206,834	791,368	HEAVY
2947	LUBRICATING SYSTEM FOR A POWER TRANSMITTING APPARATUS	4,175,643	639,931	HEAVY
2925	AIR PISTON DIFFERENTIAL LOCK-OUT	4,167,881	841,222	HEAVY
2918D	UNIVERSAL JOINT AND CROSS THEREFOR	1,069,716	741,600	HEAVY
RIA08DDC	COMBINED SYSTEM FOR ASSISTING SHIFTING OF MANUAL TRANSMISSION		08/508,156	HEAVY
RIA07DDC	ENGINE SPEED RETARDATION ON TRANSMISSION UPSHIFT		08/508,111	HEAVY

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Case No.	Title	Patent No.	Appln. No.	L/H
RIA03DDC	FOUR POSITION SWITCH FOR SHIFT ASSIST SYSTEM		08/508,153	HEAVY
RIA02DDC	TWO-POSITION NEUTRAL SWITCH FOR MULTI-SPEED TRANSMISSION		08/508,067	HEAVY
96SUS08	SPRING BEAM SUSPENSION SYSTEM		08/705,758	HEAVY
96SUS07	SUSPENSION SYSTEM WITH LAMINATED BEAMS		08/647,216	HEAVY
96SUS06	SUSPENSION SYSTEM WITH IMPROVED BEAM		08/647,220	HEAVY
96SUS05	SUSPENSION SYSTEM AND ALIGNMENT MECHANISM THEREFOR		08/634,146	HEAVY
96SUS04	LIFT AXLE SUSPENSION FOR LARGE AXLE TRAILERS		08/393,817	HEAVY
96SUS02	VEHICLE SUSPENSION SYSTEM		08/295,243	HEAVY
96AUT045	EDGE-RELIEVED CAM BRAKE ROLLER		08/696,283	HEAVY
96AUT041	LINEAR FRICTION WELDED BRAKE SHOE ASSEMBLY		08/698,872	HEAVY
96AUT037	DISC BRAKE WITH RIGID CONNECTION BETWEEN LOAN PLATE AND ADJUSTING PISTON			HEAVY
96AUT036	DISC BRAKE WITH GEAR DRIVE ADJUSTING PISTON			HEAVY
96AUT028	DUST SEAL FOR PINION BEARING HOUSING		08/669,077	HEAVY
96AUT027	ANTI-ROTATION SPLINE TEETH FOR DIFFERENTIAL CASE		08/694,714	HEAVY
96AUT025	WHEEL BEARING ADJUSTMENT INSTRUCTIONS ON GASKET		08/669,196	HEAVY
96AUT023	SPINDLE NUT WITH AUTOMATIC LOCK		08/666,187	HEAVY

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PATENT
REEL: 9580 FRAME: 0315

Case No.	Title	Patent No.	Appln. No.	L/H	11
93AUT009	AUTOMATIC RANGE SHIFT FOR MULTI-SPEED TRANSMISSION		08/507,996	HEAVY	
92AUT026C	CLEVIS PIN RETAINER CLIPS		08/299,218	HEAVY	

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RECORDED: 11/13/1998

PATENT
REEL: 9580 FRAME: 0316