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Form PTO-1595 (Adapted)
3-13-96

U.S. DEPARTMENT OF COMMERCE
Patent & Trademark Office

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MRO 12-18-98

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

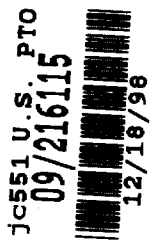
09/216115

1. Name of conveying party(ies): Christopher S. Pedicini
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: AER Energy Resources, Inc.
Address: 4600 Highlands Parkway Suite G

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

City Smyrna, State Georgia ZIP 30082



Execution Date: December 18, 1998

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

4(a). Patent Application No.(s):

4(b). Patent No.(s):

If this document is being filed together with a new application, the execution date of the application is: December 18, 1998

Additional numbers attached? Yes No

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

6. Total number of applications and patents involved: 1

Name: Daniel J. Warren
Address: JONES & ASKEW, LLP
37th Floor, 191 Peachtree Street, N.E.
Atlanta, Georgia 30303-1769

7. Total fee (37 CFR 3.41) enclosed: \$ 40 E

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8. 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.

I certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Commissioner of Patents & Trademarks, Washington, DC 20231, on the date given below.

Daniel J. Warren

Date

Attorney Docket No: 01446-1130

Total number of pages including cover sheet: 3

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks
Box Assignments
Washington, DC 20231

12/29/1998 DNGUYEN 00000313 09216115
01 FC:581 40.00 DP

PATENT
REEL: 9665 FRAME: 0924

ASSIGNMENT

WHEREAS, I, **Christopher S. Pedicini**, a citizen of the United States of America, residing at 405 Saddlebrook Drive, Roswell, GA. 30075, have invented certain inventions and improvements disclosed in an application for Letters Patent entitled "**Load Responsive Air Door for a Metal-Air Cell**", executed by me on the 18th day of December, 1998, and about to be filed in the United States Patent and Trademark Office; and

WHEREAS, **AER Energy Resources, Inc.**, a corporation of the State of Georgia having a principal place of business at 4600 Highlands Parkway, Suite G, Smyrna, Ga. 30082 is desirous of acquiring an interest in the same;

NOW, THEREFORE, for and in consideration of Five Dollars (\$5.00) and other good and valuable consideration, the receipt and sufficiency of which I hereby acknowledge, I, **Christopher S. Pedicini**, by these presents do sell, assign and transfer unto **AER Energy Resources, Inc.**, the full, exclusive and entire right, title, and interest in and to said application, in and to any divisions, continuations, and reissues thereof, and in and to all inventions and improvements disclosed and described in said application, preparatory to obtaining Letters Patent of the United States therefor; and I hereby request the Commissioner of Patents and Trademarks to issue any and all Letters Patent of the United States resulting from said application, or from a division, continuation, or reissue thereof, to **AER Energy Resources, Inc**, as the assignee, for its interest and for the sole use and benefit of **AER Energy Resources, Inc** and its assigns and legal representatives;

For the same consideration, I, by these presents do sell, assign, and transfer to **AER Energy Resources, Inc**, the full, exclusive, and entire right, title and interest in and to any foreign application or applications corresponding to said application, in whole or in part, in countries other than the United States, in and to any Letters Patent and similar protective rights granted on said foreign applications, and in and to the right to claim any applicable priority rights arising from or

required for said foreign applications under the terms of any applicable conventions, treaties, statutes, or regulations; said foreign applications to be filed and issued in the name of **AER Energy Resources, Inc**, or its designee insofar as permitted by applicable law.

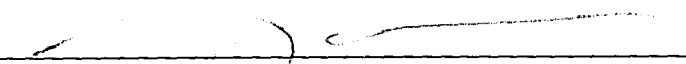
AND, for the same consideration, I agree to sign all lawful papers, execute all division, continuing, reissue and other applications, make all assignments and rightful oaths, and generally do everything possible to aid **AER Energy Resources, Inc**, its successors, assigns, and nominees, to obtain and enforce proper protection for all said inventions and improvements in all countries throughout the world.



Christopher S. Pedicini

STATE OF GEORGIA
COUNTY OF Cobb

Before me, a Notary Public in and for the State of Georgia, on this 18th day of December, 1998, personally appeared **Christopher S. Pedicini**, who being duly sworn, signed and acknowledged the foregoing Assignment as his free act and deed.



NOTARY PUBLIC

(SEAL)

My Commission Expires:

**Notary Public, Cobb County, Georgia
My Commission Expires October 6, 2000**

J&A Docket: 01446-1130