



# ASSIGNMENT AND AGREEMENT

For value received, we Raymond P. O'Leary and Thomas J. Tobin, respectively of 1506 St. Mark's Court, Evanston, Illinois 60201 and 1715 Ivy Lane, Northbrook, IL 60062, respectively hereby sell, assign and transfer to S&C ELECTRIC COMPANY, a corporation of the state of Delaware, having an office at 6601 N. Ridge Boulevard, Chicago, Illinois, and its successors, assigns and legal representatives, the entire right, title and interest for all countries, in and to certain inventions relating to SOURCE-TRANSFER SWITCHING SYSTEM AND METHOD described in an application for Letters Patent of the United States, executed by us of even date(s) herewith, all rights and privileges including priority rights arising from the application aforesaid and corresponding applications in this and other countries, and all the rights and privileges under any all Letters Patent that may be granted for said inventions.

We request that any and all patents for said inventions be issued to said assignee, its successor, assigns and legal representatives, or to such nominees as it may designate.

We agree that, when requested, we will, without charge to said assignee but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for claiming said priority rights and for securing and maintaining patents for said inventions in any and all countries and for vesting title thereto in said assignee, its successors, assigns and legal representatives or nominees

We covenant with said assignee, its successors, assigns and legal representatives, that the rights and property herein conveyed are free and clear of any encumbrance, and that we have full right to convey the same as herein expressed.

Signed at: Chicago, Illinois  
this 22nd day of December, 1998

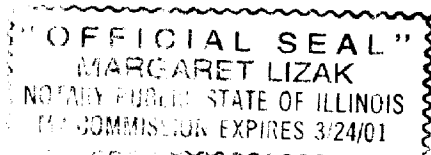
Raymond P. O'Leary  
(signature)

Thomas J. Tobin  
(signature)

STATE OF ILLINOIS)  
) SS  
COUNTY OF COOK)

On this 22nd day of December, in the year 1998, before me, a Notary Public within and of said County, personally came Raymond P. O'Leary and Thomas J. Tobin to me known and known to me to be the individuals described in and who executed the foregoing instrument, and they acknowledged to me that they executed the same

Margaret Lizak  
Notary Public as aforesaid



**AFFIDAVIT OF EXECUTION**

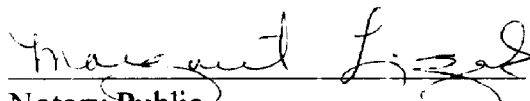
I, **James V. Lapacek**  
whose full post office address is **1945 Cheviot Drive**  
**Barrington, IL 60010**

make oath and say:

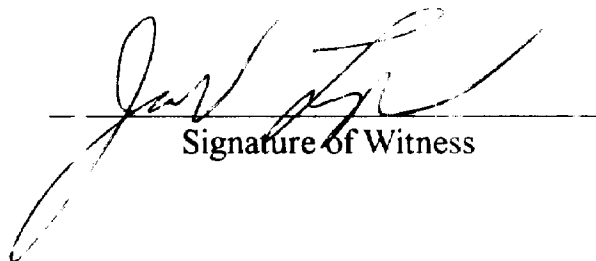
That I was personally present and did see **RAYMOND P. O'LEARY**

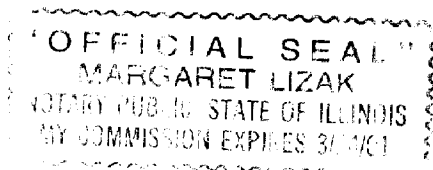
who is personally known to me to be the person named in the attached assignment, duly sign and execute the same.

Sworn before me at Chicago, Illinois  
this 22nd day of December, 1998

  
Notary Public

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)  
)  
)

  
Signature of Witness



**AFFIDAVIT OF EXECUTION**

I, **James V. Lapacek**  
whose full post office address is **1945 Cheviot Drive**  
**Barrington, IL 60010**

make oath and say:

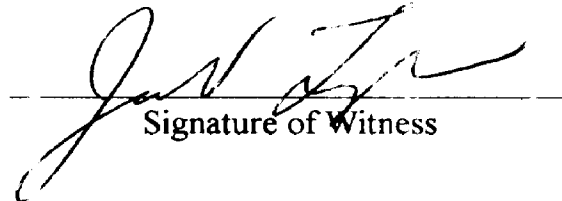
That I was personally present and did see **THOMAS J. TOBIN**

who is personally known to me to be the person named in the attached assignment, duly sign and execute the same.

Sworn before me at Chicago, Illinois  
this 22nd day of December, 1998

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Notary Public

  
Signature of Witness

