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

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

1. Name of conveying party:

Ralf VORNDRAN

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

2. Name and address of receiving party:

Name: ZF FRIEDRICHSHAFEN AG

Internal Address: _____

3. Nature of Conveyance:

 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: October 28, 1998

Street Address:

D-88038 Friedrichshafen
FEDERAL REPUBLIC OF GERMANY

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

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: October 28, 1998

A. Patent Application No.(s) filed on with an effective filing date of
July 25, 1997

09/214,567
B. Patent No(s). issued on _____

Additional numbers attached? Yes No

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

Customer No. 020210
Davis and Bujold
Fourth Floor
500 North Commercial Street
Manchester NH 03101
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E-mail: patent@tiac.net

Attorney Docket: ZAHFRI P182US
01 12/1999 WCLAYPRO 00000030 09214567
02 FD:581 (46.00 OF)

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

 is enclosed.
 was previously paid.
 Please charge any fee deficiency or credit any overpayment to our Deposit Account listed below.

8. Deposit account number:
04-0213
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9. Statement and signature.
To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Name of Attorney of Record

Signature

Date

Attorney Registration No. 32,018

Total number of pages including cover sheet, attachments and document: [2]

ASSIGNMENT OF APPLICATION FOR PATENT

WHEREAS: Ralf Vorndran, Kilianstr.3, 88097 Eriskirch,
Federal Republic of Germany

Name(s) and
address(es)of
inventor(s)

(hereinafter referred to as ASSIGNOR), have invented and own a certain invention entitled:
**CONTROL SYSTEM FOR AN INFINITELY VARIABLE CHANGE-SPEED GEAR WITH
A TORQUE CONVERTER WITH A LOCK-UP CLUTCH**
for which application for Letters Patent of the United States has been executed on even date herewith

Title of
Invention

AND WHEREAS: ZF FRIEDRICHSHAFEN AG
D-88038 Friedrichshafen
Federal Republic of Germany

Name and
address of
assignee

(hereinafter referred to as ASSIGNEE), is desirous of acquiring the entire interest in, to and under said invention and the United States Letters Patent to be obtained herefor:

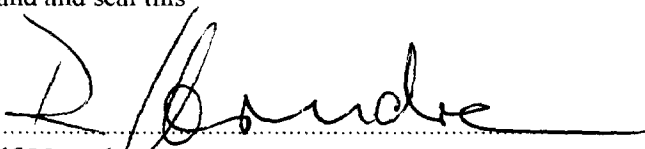
NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN: Be it known that in consideration, of the payment by ASSIGNEE to ASSIGNOR of the sum of One Dollar (\$ 1.00), the receipt, of which is hereby acknowledged, and for other good and valuable consideration, ASSIGNOR hereby sells, assigns and transfers to ASSIGNEE the full and exclusive right, title and interest to said invention and all Letters Patent of the United States to be obtained therefore on said application or any continuation, division, renewal, substitute or reissue thereof for the full term or terms for which the same may be granted.

ASSIGNOR hereby covenants that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with the assignment and sale:

ASSIGNOR further covenants that ASSIGNEE will, upon its request, be provided promptly with all pertinent (acts and documents relating to said application, said invention and said Letters Patent as may be known and accessible to ASSIGNOR and will testify as to the same in any interference or litigation related thereto and will promptly execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain and enforce said application, said invention and said Letters Patent which may be necessary or desirable to carry out the purposes hereof.

IN WITNESS WHEREOF, have hereunto set hand and seal this
day of 28. 10. 1998

Full name(s)
of inventor(s)


Ralf Vorndran