

07-26-1999



To the Honorable commissioner of Patents and Trademarks: Please return to:

101101223

1. Name of conveying party(ies):
MC Micro Compact Car AG

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

3. Nature of conveyance: **7-22-99**

Assignment Merger
 Security Agreement **Change of Name**
 Other _____

Execution Date July 10, 1996 - April 15, 1999

2. Name and address of receiving party(ies)

Name: **MICRO COMPACT CAR smart GmbH**

Street Address: **Industriestrasse 8**

City: **Renningen** State: **Germany** ZIP: **71272**

Additional names & addresses attached? yes no

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

This document is being filed together with a new application, the execution date of which is:

A. Patent Application No.(s) _____ B. Patent No.(s) **5,623,825 and 5,704,337**

Additional numbers attached? Yes No

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

Name: **Klaus J. Bach**

Internal Address:

Street Address: **4407 Twin Oaks Drive**

City: **Murrysville** State: **PA** ZIP: **15668**

6. Total number of application and patents involved: **2**

7. Total fee (37CFR 3.41).....\$ **80.--**

Enclosed

Authorized to be charged to deposit account

8. Deposit Account number:

500 465

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

DO NOT USE THIS SPACE

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.

Klaus J. Bach *K. Bach* **July 17, 1999**

Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: **80E**

7/23/1999 DNGUYEN 00000323 500465 5623825
 Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, D.C. 20231

1 FC:581 80.00 CH

**Auszug aus dem Protokoll der a.o. Generalversammlung der MC Micro Compact Car AG, mit Sitz in Biel, vom 10. Juli 1996
Urschrift Nr. 324 von Notar Philippe Schilling, Biel**

I. Feststellungen

1. Den Vorsitz führt Edgar Geiser, Mitglied des Verwaltungsrates und Tagespräsident.
2. Die vorliegende öffentliche Urkunde des Notars dient gleichzeitig als Protokoll über die heutige ausserordentliche Generalversammlung. Ein zusätzliches Protokoll wird nicht geführt.
3. Der Vorsitzende stellt fest:
 - a) dass die Versammlung ordnungsgemäss einberufen wurde;
 - b) dass die Firmaänderung und der Kapitalerhöhungsbeschluss bereits anlässlich der ordentlichen Generalversammlung vom 11. Juni 1996 in Renningen (D) beschlossen und genehmigt wurde und der Vorsitzende damit beauftragt wurde, zwecks Einhaltung der gesetzlichen Formvorschriften die heutige a.o. Generalversammlung durchzuführen.
 - c) dass 3 Aktionäre anwesend sind, die sämtliche 50'000 Namenaktien der Gesellschaft zu Fr. 1'000.-- vertreten. Unabhängige Stimmrechtsvertreter oder Depotvertreter sind an der Versammlung nicht anwesend;
 - d) dass die Versammlung somit beschlussfähig ist.

II. Firma- und Statutenänderung

Der Vorsitzende beantragt namens des Verwaltungsrates, die Firma neu in „**Micro Compact Car AG**“ (**Micro Compact Car SA**) (**Micro Compact Car Ltd.**) zu ändern.

Dieser Antrag wird in offener Abstimmung einstimmig angenommen.

Der Vorsitzende beantragt aufgrund dieses Beschlusses, Art. 1 der Statuten vom 27. April 1994 aufzuheben und durch folgende Wortlaute zu ersetzen:

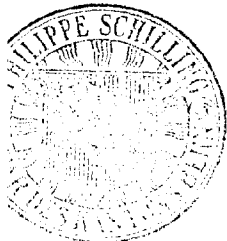
„Unter der Firma **Micro Compact Car AG (Micro Compact Car SA) (Micro Compact Car Ltd.)** besteht auf unbestimmte Dauer eine Aktiengesellschaft mit Sitz in Biel gemäss den Vorschriften des Schweizerischen Obligationenrechts.“

Dieser Antrag wird in offener Abstimmung einstimmig angenommen. Ein Exemplar der revidierten Statuten wird als Beilage Nr. 1 mit dieser Urschrift aufbewahrt.

.....
10. Juli 1996

Der Vorsitzende:
sig. Edgar Geiser

Der Notar:
sig. Philippe Schilling, Notar“



BEGLAUBIGUNG

Philippe Schilling, Notar des Kantons Bern, mit Büro in Biel,

beurkundet:

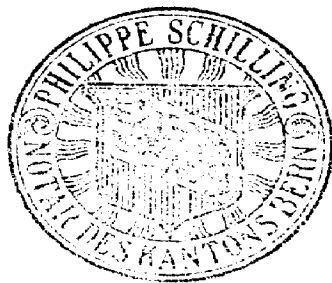
dass der vorstehende Auszug aus dem Protokoll der a.o. Generalversammlung der MC Micro Compact Car AG vom 10. Juli 1996 mit dem Originalprotokoll genau übereinstimmt.

Beurkundet in Biel, im Büro des Notars, am fünfundzwanzigsten März eintausendneuhundertachtundneunzig.

25. März 1998

Reg. B II/Nr. 1382

Der Notar:



I Urk. Rolle 1999 Nr. 560

AV.II/99 Nr. 37

Die Übereinstimmung vorstehender Abschrift
mit der Urschrift wird

b e g l a u b i g t !

Leinfelden-Echterdingen, den
Notariat Leinfelden-Echterdingen
Notar

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Excerpt of the **Protocol** of the General Assembly of July 10, 1996
of the MC MicroCompact Car AG located in Biel
Original document No. 324 by Notary Philippe Schilling, Biel.

I. Statements

1. The chairman is Edgar Geiser, member of the Board of Trustees and president of the day.

2. The present public document of the notary serves at the same time as the protocol for today's extraordinary general assembly. No additional protocol is maintained.

3. The chairman states:

a) that the assembly was called for as required by law;

b) that the company name change and the capital increase decision were decided already and approved at the ordinary general assembly on June 11, 1996 in Renningen (Germany) and the chairman was directed to arrange for today's general assembly in order to comply with the formal statutory requirements;

c) that 3 stockholders are present who represent all 50,000 registered shares of the company at 1000 Fr. Independent voting rights representatives are not present at the assembly;

d) that, consequently, the assembly is in a position to make decisions.

II. Change of the Company name and the statutes

In the name of the administrative board, the chairman motions to change the company name to "Micro Compact Car AG" (Micro Compact Car SA) (Micro Compact Car Ltd.).

The motion is accepted unanimously in open voting.

The chairman motions, as a result of this decision, to delete Art. 1 of the statutes of April 27, 1994 and to replace it by the following phrase;

Under the company name Micro Compact Car AG (Micro Compact Car SA) (Micro Compact Car Ltd.), there exists, for an unlimited time, a stock company located in Biel, according to the regulation of the Swiss obligation law.

This motion is accepted by open voting. A sample of the revised statute is retained as attachment No. 1 with the original document.

July 10, 1996

The chairman
signed, Edgar Geiser

The Notary
signed, Phillippe Schilling
Notary

Translation prepared by:
K. Baur

Verification

Phillipe Schilling notary of the Kanton Bern, with office in Biel, certifies:

That the preceding extract of the protocol of the extraordinary general assembly of the MC Micro Compact Car AG of July 10, 1996 is an accurate copy of the original protocol.

Certified in Biel, in the office of the notary on the twentyfifth of March, one thousand nine hundred and ninety eight.

March 25, 1998

Reg. BII/Nr. 1382

the Notary:

stamp

signature

1 document roll 1999 No. 560

AV. II/99 No. 37

Agreement of the preceding copy with
the original document is
certified !

Leinfelden-Echterdingen June 9, 99

Office of the Notary Leinfelden-Echterdingen

Notary

stamp

Joas Signature

Translation prepared by
K. Bauck

Übertragung/Assignment/Acte de Cession

Die Firma
The firm
La maison

Micro Compact Car AG, Mattenstrasse 149, 2500 Biel 4, Schweiz

überträgt hiermit das nachfolgende Schutzrecht/die nachfolgenden Schutzrechte
assigns the following right(s)
déclare céder le droit suivant/les droits suivants

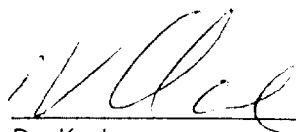
mit allen Rechten und Pflichten auf
with all rights and duties to
avec tous les droits et devoirs à

Micro Compact Car smart GmbH, Industriestraße 8, 71272 Renningen, Deutschland

Es wird beantragt, die Umschreibung im Register einzutragen.
It is requested that this assignment be recorded in the register.
Nous demandons de procéder à l'inscription de cette modification dans le registre.

Renningen, den 15. April 1999

Micro Compact Car AG



Dr. Karl
(Senior Counsel)



Bauer
(Patent Counsel)

Unterschriftsbeglaubigung

Vorstehende, vor mir vollzogene Unterschriften von

1. Frau Dr. Anna-Maria **Karl**,
geb. am 12. Januar 1965,
geschäftsansässig in 71272 Renningen, Dornierstraße 6,
-persönlich bekannt-
2. Herrn Gerhard **Bauer**,
geb. am 26. Juni 1959,
geschäftsansässig in 70569 Stuttgart, Epplestr. 225,
-ausgewiesen durch Personalausweis-

beglaubige ich.

Renningen, den 16. April 1999
Notariat Renningen


Jocher
Notar

Kosten:

Wert 10.000,-- DM	
Geb. gem. § 45 KostO	20,00 DM
Geb. gem. § 58 KostO	20,00 DM
16 % USt. aus 40,-- DM	<u>6,40 DM</u>
	46,40 DM

AV I/99 Nr. 620

Translation of the Signature Confirmation by a Notary Public

UR 1999 No. 687

Office of the Notary in Renningen

Notarization of the Signature

I verify the above signatures executed before me of

1. Mrs. Dr. Anna-Maria Karl

born on January 12, 1965

having a place of business at Dornierstrasse 6, 71272 Renningen

-personally known-

2. Mr. Gerhard Bauer

born on June 26, 1959

having a place of business at Eppler str. 225, 70569 Stuttgart

-identified by passport-

Renningen April 16, 1999

Office of the Notary, Renningen

signature

Jocher

Notary

Translation prepared by:

K. Bach

KLAUS J. BACH & ASSOCIATES
PATENTS AND TRADEMARKS
4407 TWIN OAKS LANE
MURRYSVILLE, PA 15668 USA
TEL: 724-327-0664
FAX: 724-327-0004

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Box Assignments

Hon. Commissioner of Patents and Trademarks
Washington, DC 20231

July 17, 1999

Re.: Reassignment of patents 5,623,825 and 5,704,337

Sir:

Enclosed herewith is a recordation form cover sheet relating to the transfer of the two patents identified above to.

The two patents were originally assigned to MC Micro Compact Car Aktiengesellschaft in Biel, Switzerland.

The name of this company was changed effective on July 10, 1996 to **Micro Compact Car AG**, see excerpt of the protocol of the general assembly of July 10, 1996 (App. A with notarization – together with translation).

On April 15, 1999 the patents were assigned by **Micro Compact Car AG** to **Micro Compact Car smart GmbH**, Industriestrasse 8, 71272 Renningen, Germany. The assignment in German, English and French is enclosed (App. B with notarization and translation of the notarization). (All translations were prepared by the undersigned.)

It is requested to record the re-assignment of the patents 5,623,825 and 5,704,337.

A recordation cover sheet is enclosed to provide the needed data. The recordation fees (2 x 40 = \$ 80.--) should be charged to account 500 465.

Respectfully submitted,



Klaus J. Bach, Reg. No. 26832