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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(ies):

Richard Furneaux KINNERSLY

2. Name and address of receiving party(ies):

Name: Sustainable Engine Systems Limited

Internal Address: _____

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

3. Nature of Conveyance:

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

Execution Date: December 16, 1999

Street Address:

51 Artesian Road
London W2 5DB
United Kingdom

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: _____

A. Patent Application No.(s) 09/424,288 filed on with an effective filing date of May 18, 1998

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
Telephone 603-624-9220
Facsimile 603-624-9229
E-mail: davisandbujold.com

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.

Attorney Docket: CUNANT 1038US
02/03/2000 DNGUYEN 00000202 09424288
01 FC:581 40.00 OP

8. Deposit account number:

04-0213

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

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.

Anthony G.M. Davis

Name of Attorney of Record

Signature

December 29, 1999

Date

Attorney Registration No. 27,868

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

ASSIGNMENT OF INVENTION

For: U.S. and/or Foreign Rights
For: U.S. Application or U.S. Patent
By: Inventor(s) or Present Owner

Assignment Recorded on _____

Reel: _____

Frame: _____

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:

Richard Furneaux KINNERSLY
a British subject of
Chapmans Farm
Tutts Lane, West Wellow
Romsey, Hampshire SO51 6DW

hereby sells, assigns and transfers to ASSIGNEE:

Sustainable Engine Systems Ltd
51 Artesian Road, London W2 5DB
United Kindom

and the successors, assigns and legal representatives of the ASSIGNEE
 the entire right, title and interest
 an undivided _____ percent (____%) interest
for the United States and its territorial possessions
 and in all foreign countries, including all rights to claim
priority,
in and to any and all improvements which are disclosed in the invention
entitled, STIRLING CYCLE MACHINE

- _____ and which is found in
- U.S. Patent Application executed on even date herewith; or
- U.S. Patent Application executed on _____; or
- U.S. Application serial no. 09/424,288 filed on NOVEMBER 22, 1999 (may be filled in when known); or
- U.S. Patent No. _____ issued _____;
 A change of address to which correspondence is to be sent regarding patent maintenance fees is being sent separately; or
- and any legal equivalent thereof in a foreign country, including the right to claim priority;

and, in and to, all Letters Patent to be obtained for said invention by the above application or any continuation, division, renewal, or substitute thereof, and as to letters patent any reissue or re-examination thereof;

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

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

IN WITNESS WHEREOF, I/We have hereunto set hand and

Date: 16 Dec 1999 Richard Furneaux Kinnersly
Date: _____
Date: _____
Date: _____
Date: _____

If ASSIGNOR is a legal entity complete the following information:
Name of person authorized to sign on behalf of ASSIGNOR: _____
Title: _____