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FORM PTO-1595

COVER SHEET
ONLY

U.S. Department of Commerce
Patent and Trademark Office

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

1. Name of conveying party(ies):
Carlos Alexander Fenny

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

Name: Bell Helicopter TEXTRON Inc.

Address 600 E. Hurst

City: Hurst

State: Texas Zip: 76053

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

3. Nature of Conveyance:

Assignment Merger

Security Agreement Change of Name

Other _____

Execution Date: October 21, 1999

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

This document is being filed together with a new application.

Execution date of the application: 8-6-99

Title: Tiltrotor Aircraft Pylon Conversion System

A. Patent Application No.(s) 09/369,946

B. Patent No.(s)

Additional numbers attached? Yes No

Additional numbers attached? Yes No

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

Name: Sanford E. Warren, Jr.

Gardere & Wynne, L.L.P.

Address: 1601 Elm Street, Suite 3000

City: Dallas

State: Texas Zip: 75201-4761

6. Number of applications and patents involved: (1)

7. Amount of fee enclosed or authorized to be charged: \$40

8. Deposit Account No: (Attach duplicate copy if paying by deposit account) **This form is submitted in triplicate.**

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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.

January 28, 2000
Date

Sanford E. Warren, Jr.

Total Number of Pages Including Cover Sheet, Attachments and Document: 3

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ASSIGNMENT

WHEREAS, Carlos Alexander Fenny has made an invention entitled "Tiltrotor Aircraft Pylon Conversion System" for which he has executed a Letters Patent of the United States of even date herewith;

WHEREAS, BELL HELICOPTER TEXTRON INC., 600 E. Hurst, Hurst, TX 76053 (hereinafter referred to as "Assignee") desires to acquire the entire right, title and interest in, to and under the above invention and application and any patents which may be granted on said invention in the United States and in any and all foreign countries;

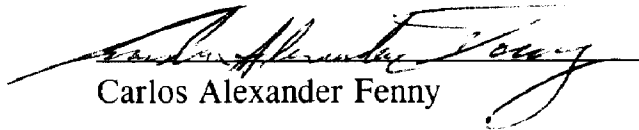
NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, I do sell, assign, and transfer, unto Assignee, the full and exclusive right, title and interest in and to any and all patents which may be granted therefor in the United States and its territorial possessions and in any and all foreign countries and to any and all divisions, reissues, continuations and extensions thereof.

I hereby authorize and request the Patent Office of the United States and any and all foreign countries to issue any and all of said patents, when granted to Assignee as the Assignee of my entire right, title and interest in and to the same, for the sole use and enjoyment of Assignee, its successors and assigns.

Further, I agree that we will communicate to Assignee, or its representatives, any facts known to me respecting said invention, and testify in any legal proceedings, sign all lawful papers, execute all divisions, continuation, substitution, renewal and reissue applications, execute all necessary papers to cause any and all of said patents to be issued to Assignee, make all rightful oaths and generally do everything necessary or desirable to aid Assignee, its successors and assigns, to obtain and enforce proper protection for said invention in the United States and in any and all foreign countries.

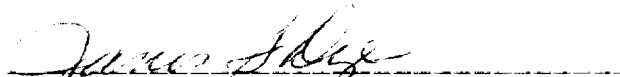
IN TESTIMONY WHEREOF, I have hereunto set our respective hands and affixed our respective seals on the dates indicated below.

Oct. 21, 1999
Date


Carlos Alexander Fenny

State of Texas §
County of Tarrant §

Subscribed and sworn to before me on this 21st day of October, 1999, which witness my hand and official seal.


Notary Public-State of Texas
Printed Name: JANIS S. DYE
My Commission Expires: 7-14-2001