

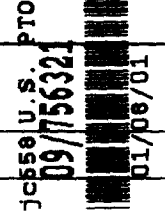
1-8-01



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

101603694

emarks:



1. Name of Conveying Party(ies):
Matthew K. Hortop
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: GENERAL MOTORS CORPORATION
Internal Address: Legal Staff - Intellectual Property
Mail Code 482-C23-B21
Street Address: 300 Renaissance Center
P.O. Box 300
City: Detroit State: Michigan Zip: 48265-3000

3. Nature of conveyance:
 Assignment Merger
 Security Agt. Change of Name
 Other _____
Execution Date: January 2, 2001

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

4. Application number(s) or patent number(s): 09-756321
If this document is being filed together with a new application, the execution date is: January 2, 2001
A. Patent Application No.(s) B. Patent No(s).

Additional numbers attached: Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Linda M. Deschere
Internal Address: HARNESS, DICKEY & PIERCE
Street Address: 5445 Corporate Drive
Suite #400
City: Troy State: Michigan Zip: 48098-2683

6. Total no. of applications and patents involved: One
7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 07-0960
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

02/01/2001 AAMNED1 00000172 070960 09756321

60:581 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.

Linda M. Deschere
Name of Person Signing

L. Deschere
Signature

8 JANUARY 2001
Date

Total number of pages including cover sheet, attachments and document: 3

Case: GP-300524 (8540G-000037)

ASSIGNMENT AND AGREEMENT

FOR VALUE RECEIVED, I, Matthew K. Hortop, a United States citizen residing at 985 Crittenden Road, Rochester, New York 14623, hereby sell, assign and transfer to General Motors Corporation a corporation duly organized and existing under the laws of the State of Delaware and having a place of business at 300 Renaissance Center, Detroit, Michigan, 48265 as assignee, and its successors, assigns and legal representatives, the entire right, title and interest for the United States of America and all countries in and to certain inventions relating to

FUEL CELL STACK COOLANT CONDUCTIVITY SENSOR USING DIFFERENTIAL VOLTAGE MEASUREMENTS

which is described in the specification in an application, executed by me on the 2 day of January, 2001 (and I hereby authorize my attorneys, authorized to prosecute the application, to here insert the filing date and serial number of the application, as soon as it is known, Serial No. _____, filed _____) and all the rights and privileges under any United States Letters Patent and all foreign Letters Patent that may be granted therefor.

I request that any and all United States and foreign patents for the inventions be issued to the assignee, its successors, assigns and legal representatives, or to such nominees as it may designate.


I agree that, when requested, I will sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining patents for the inventions in any and all countries, and for vesting title thereto in the assignee, its successors, assigns and legal representatives or nominees.

I authorize and empower the assignee, its successors, assigns and legal representatives or nominees, to invoke and claim for any application for patent or other form of protection for the inventions filed by it or them, the benefit of the right of priority provided by the International

Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it, and to invoke and claim such right of priority without further written or oral authorization from me.

I hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any assignment, consent to file or like document which may be required in any country for any purpose and more particularly in proof of the right of the assignee or nominee to claim the aforesaid benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it.

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



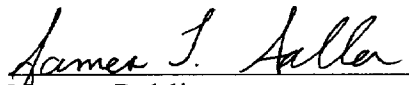
Matthew K. Hortop

01/02/01

Date

STATE OF New York)
) ss.
COUNTY OF: Monroe)

On this 2 day of January, 2001, personally appeared before me Matthew K. Hortop, to me known to be the person who executed the above instrument and acknowledged that he executed the same for the uses and purposes therein mentioned.



Notary Public
My Commission Expires: 8-21-01

JAMES L. SALLER
NOTARY PUBLIC, State of New York
Monroe County # 4954954
My Commission Expires 8-21-01