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06-05-2002

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

102112344

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

1. Name of conveying party(ies):

Honeywell International Inc., a Delaware corporation,
Honeywell Intellectual Properties, Inc., a Arizona corporation,
Honeywell Advance Composites Inc., a Delaware corporation, and
Honeywell Power Systems Inc., a Delaware corporation

- ☐ Individual ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State ☐ Other -

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 14, 2001

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

Name: Hybrid Power Generation Systems, LLC

Internal Address: 300 Garlington Road
Greenville, SC 29602

Street Address:

City: State: Zip: Country: USA

- ☐ Individual(s) Citizenship: U.S.A.
☐ Association:
☐ General Partnership:
☐ Limited Partnership:
☐ Corporation-State
☒ Other: Delaware Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No, the designation of domestic representative has been made with the Power of Attorney which has been filed with the Patent and Trademark Office.

(Designations must be a separate document from Assignment)

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)

B. Patent No.(s)

Novel Design Approach to Fuel Cell Packaging
App. No. 09/415467 Filing Date: 10/8/1999Additional numbers attached? ☐ Yes ☒ No

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

Name: Elisabeth A. Evert
Internal Address: Sidley Austin Brown & Wood LLP
Street Address: 717 North Harwood St., Suite 3400
City: Dallas State: TX ZIP: 75201

6. Total number of applications and Patents involved: 1

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

- ☐ Enclosed
☒ Authorized to be charged to deposit account

8. Deposit account number: 18-1260

03/18/2002 DBYRNE 00000170 181260 09415467

01 FC:581 40.00 CH

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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.

Elisabeth A. Evert

Name of Person Signing

Signature

2/27/02

Date

Total number of pages comprising cover sheet 5

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

ASSIGNMENT OF PATENT APPLICATION

This Assignment of Patent Application ("Assignment") is made as of December 14, 2001, by and between Honeywell International Inc., a Delaware corporation, Honeywell Intellectual Properties Inc., an Arizona corporation, Honeywell Advance Composites Inc., a Delaware corporation, and Honeywell Power Systems Inc., a Delaware corporation, (collectively, "Assignor"), and Hybrid Power Generation Systems, LLC, a Delaware limited liability company ("Assignee").

WHEREAS, Assignor and Assignee are parties to an Intellectual Property Rights Agreement dated as of November 8, 2001 ("IPRA"), pursuant to which Assignee agreed to purchase certain intellectual property assets of Assignor, and Assignor agreed to transfer, assign, and sell such assets to Assignee;

WHEREAS, Assignor owns all right, title, and interest in and to the United States patent application listed on Schedule A ("Patent Application");

WHEREAS, pursuant to the IPRA, Assignor desires to assign, and Assignee desires to acquire, all right, title, and interest in and to the Patent Application;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, sells, and transfers to Assignee all of Assignor's right, title, and interest in and to the Patent Application, including without limitation: (a) the right to prosecute the Patent Application in the United States Patent and Trademark Office; (b) any patent issuing therefrom; (c) all applications, continuations, divisions, renewals, reissues, and extensions derived from the Patent Application; and (d) the right to sue and collect damages for infringement of any such patent. Assignor agrees that Assignee may record this Assignment with the United States Patent and Trademark Office.

[remainder of this page intentionally left blank]

IN WITNESS WHEREOF Assignor and Assignee have executed this Assignment as of the date first written above.

HONEYWELL INTERNATIONAL INC.

By: _____

State of: New York)

County of: New York)

On this 17th day of December, 2001, before me appeared Ricardo Navarro, personally known to me to be the same person whose name is subscribed to this instrument, appeared before me this day in person in his capacity as Authorized Signatory of Honeywell International Inc. and acknowledged that he signed, sealed and delivered this instrument as his free and voluntary act for the uses and purposes therein set forth.

Notary Public

DAVID WOOD
Notary Public, State of New York
No. 01WO5079664
Qualified in Queens County
Commission Expires June 9, 1999
2003

HONEYWELL INTELLECTUAL PROPERTIES INC.

By: _____

State of: New York)

County of: New York)

On this 17th day of December, 2001, before me appeared Ricardo Navarro, personally known to me to be the same person whose name is subscribed to this instrument, appeared before me this day in person in his capacity as Authorized Signatory of Honeywell Intellectual Properties Inc. and acknowledged that he signed, sealed and delivered this instrument as his free and voluntary act for the uses and purposes therein set forth.

Notary Public

DAVID WOOD
Notary Public, State of New York
No. 01WO5079664
Qualified in Queens County
Commission Expires June 9, 1999
2003

HONEYWELL ADVANCE COMPOSITES INC.

By: _____

State of: New York)

County of: New York)

On this 17th day of December, 2001, before me appeared Ricardo Navarro, personally known to me to be the same person whose name is subscribed to this instrument, appeared before me this day in person in his capacity as Authorized Signatory of Honeywell Advance Composites Inc. and acknowledged that he signed, sealed and delivered this instrument as his free and voluntary act for the uses and purposes therein set forth.

Notary Public

DAVID WOOD
Notary Public, State of New York
No. 01WO5079664
Qualified in Queens County
Commission Expires June 9, 1999
2003

HONEYWELL POWER SYSTEMS INC.

By: [Signature]

State of: New York }

County of: New York }

On this 17th day of December, 2001, before me appeared Ricardo Navarro, personally known to me to be the same person whose name is subscribed to this instrument, appeared before me this day in person in his capacity as Authorized Signatory of Honeywell Power Systems Inc. and acknowledged that he signed, sealed and delivered this instrument as his free and voluntary act for the uses and purposes therein set forth.

[Signature]
Notary Public

DAVID WOOD
Notary Public, State of New York
No. 01WO5079664
Qualified in Queens County
Commission Expires June 9, ~~2002~~ 2003

HYBRID POWER GENERATION SYSTEMS, LLC

By: [Signature]

State of: New York }

County of: New York }

On this 17th day of December, 2001, before me appeared Peter Duprey, personally known to me to be the same person whose name is subscribed to this instrument, appeared before me this day in person in his capacity as Authorized Signatory of Hybrid Power Generation Systems, LLC, and acknowledged that he signed, sealed and delivered this instrument as his free and voluntary act for the uses and purposes therein set forth.

[Signature]
Notary Public

DAVID WOOD
Notary Public, State of New York
No. 01WO5079664
Qualified in Queens County
Commission Expires June 9, ~~2002~~ 2003

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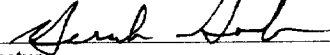
February 27, 2002

Honorable Commissioner of
Patents and Trademarks
Washington, D. C. 20231
Attention: Assignment Branch

EXPRESS MAIL NO. EL 794567321 US
DATE OF DEPOSIT: February 27, 2002

I hereby certify that this correspondence is being deposited with the United States Postal Service "Express Mail Post Office To Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to: Honorable Commissioner for Patents and Trademarks, Washington, D.C. 20231 Attention: Assignment Branch.

Derrick Gordon


Signature

Re: Recordal of Assignment Documents
Our File No. 17158/10060

Dear Sirs:

Please record the enclosed Assignment documents against the following patent application:

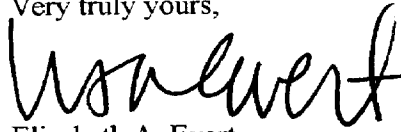
APP. NO.	TITLE	FILING DATE
09/415467	Novel Design Approach to Fuel Cell Packaging	10/8/1999

Please record and index the attached document against the above-identified U.S. Patent Application. After recordal of the documents, the records of the U.S. Patent and Trademark Office should affirmatively show **Hybrid Power Generation Systems, LLC**, a Delaware, USA limited liability company, to be the owner of the above referenced U.S. Patent Application.

Please charge the required fees to Sidley Austin Brown & Wood's Deposit Account Number 18-1260.

Once recorded, please return the recorded documents to the undersigned attorney at the above address. If you have any questions regarding the above, please do not hesitate to contact the undersigned at (214) 981-3319.

Very truly yours,


Elisabeth A. Evert

EAE:dc

SCHEDULE A

Title: NOVEL DESIGN APPROACH TO FUEL CELL PACKAGING

Application No.: 09/415467

Application Date: October 8, 1999