



Attorney Docket No. 225/02617

Form PTO-1595 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

09-05-2002

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office



102211621

Record the attached

To the Honorable Commissioner of Patents and Trademarks or copy thereof.

1. Name of conveying party(ies): **Xcellsis GmbH**
Additional name(s) of conveying party(ies) attached? Yes No *18-29-02*

2. Name and address of receiving party(ies)
Name: **Ballard Power Systems AG**
Address: **Neue Strasse 95
73230 Kirchheim/Teck-Nabern
Germany**

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other:
Execution Date: February 26, 2002
• True and exact copy of German Trade Register attached as Attachment 2.
• Certified translation attached as Attachment 3.

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

4. Application number(s) or patent number(s): See Attachment 1

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:
**CROWELL & MORING, L.L.P.
P.O. Box 14300
Washington, D.C. 20044-4300**

6. Total number of applications and patents involved: **134**
7. Total Fee (37 CFR 3.41): **\$ 5360.00**
 Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 05-1323
 Authorized to be charged to Deposit Account

09/04/2002 TDIAZ1 00000037 6074770
01 FC:581 5360.00 OP

8. Deposit Account No.
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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.

Gary R. Edwards
Name Gary R. Edwards Reg. No. 31,824

August 29, 2002
Date

TOTAL NUMBER OF PAGES INCLUDING COVER SHEET, ATTACHMENTS, AND DOCUMENT: 9

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Mail documents to be recorded with required cover sheet information to:
**Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231**

Attachment 1

U.S. Patents

6,074,770	6,083,863	6,186,254	6,355,589	6,383,469
6,086,839	6,090,499	6,096,286	6,152,216	6,171,992
6,180,081	6,190,791	6,197,365	6,220,497	6,231,831
6,241,792	6,254,848	6,268,075	6,276,473	6,277,339
6,280,701	6,294,149	6,296,957	6,299,853	6,332,913
6,383,468	6,428,758	6,408,966	6,432,378	6,419,884
6,432,871	6,389,696	6,435,270		

U.S. Patent Applications

09/978,783	09/985,644	09/741,909	09/623,011	09/165,795
09/146,142	09/728,487	09/083,883	09/997,250	09/106,221
09/206,379	09/924,175	09/357,964	10/022,793	09/781,674
09/444,565	09/484,420	09/528,721	09/654,903	09/572,872
09/509,949	09/720,434	09/796,711	09/796,712	09/796,713
09/822,843	09/701,902	09/719,864	09/921,312	09/999,069
09/805,463	09/810,343	09/810,526	09/812,890	09/820,334
09/820,319	09/820,330	09/821,117	09/898,487	09/837,748
09/837,421	09/839,607	09/898,468	09/684,935	10/074,013
09/592,583	09/597,714	09/633,843	09/555,899	09/658,994
09/662,850	09/662,849	09/662,848	09/664,520	09/697,684
09/623,911	09/716,999	09/717,000	09/741,910	09/985,181
09/759,146	09/759,251	09/761,661	09/761,660	09/769,770
09/971,360	09/985,643	09/858,884	09/860,510	09/860,509
09/863,872	09/890,176	09/720,365	09/877,262	09/807,691
09/849,449	09/875,274	09/922,914	09/986,129	09/902,945
09/910,003	09/912,419	09/916,280	09/924,106	09/986,461
09/927,909	09/931,173	09/934,695	09/935,763	09/743,984
09/986,767	09/957,463	09/960,394	09/983,549	09/983,759
09/984,178	09/984,339	09/988,388	10/022,814	10/022,815
09/922,915				

Certified copy

Sections of the entry underlined in red are shown black in the photocopy. These sections of the entry have been deleted.

If branch establishment sheets are kept, please observe the following in the case of procuras:

Procura only for main establishment	Entry only on the main sheet with the annotation "Limited to the main establishment"
Branch procura only for one or a number of branch establishments	Entry only on the relevant branch establishment sheet(s), without any annotation
Procura for the main establishment and one, a number of, or all branch establishments	Entry on the main sheet and the relevant branch establishment sheet(s) without any annotation

Certified!

Stuttgart, 27 Feb. [illegible]

The Registrar of the
Administrative Office of the
District Court of Stuttgart
- Register Division -

[signature & stamp]

Clerk to the Court

Schatto
Clerk to the Court

Commercial register - Div. B - of the District Court of Stuttgart							HRB 22475
Page 1 (continued on page)							
No. of Entry	a) Company name b) Registered office c) Nature of the business	Nominal or share capital DM / EUR	Board General Partners Managers Liquidators	Procura holders	Legal constitution	a) Date of entry and signature b) Notes	
1	2	3	4	5	6	7	
1	a) XCELLSIS AG b) Stuttgart c) Research, development, manufacture and sale of fuel cell systems for motor vehicles.	EUR 3,189,250	Dr.-Ing Andreas Truckenbrodt, born 14.08.1952, Stuttgart		Stock corporation. Articles of association dated 6 November 2001. The company was created by modifying conversion of XCELLSIS GmbH, registered office Stuttgart, according to §§ 190 ff. of the Conversion Law. If only one board member is appointed, he represents the company alone. If more than one board member is appointed, the company is represented by two board members or by one board member and a procura holder. Dr.-Ing Andreas Truckenbrodt, born 14.08.1952, Stuttgart, represents the company alone, provided only one board member is appointed.	a) 23.11.2001 (signature) b) Conversion resolution and articles of association p. 128 ff. Spec. Vol. formerly District Court of Stuttgart HRB 18495; transferred in accordance with § 13 para 3 of the Ordinance relating to the Commercial Register 1" Reg Entry as limited liability company 28.05.1997	
2	a) Ballard Power Systems AG		Markus Häfner, born 13.03.1968, Aichelberg Fred Vasconcelos, born 18.01.1945, Custer, Washington, USA		On 10 December 2001 and 20 December 2001, §§ 1 (Company Name and Registered Office), 6 (Supervisory Board - Composition, Term of Office, Resignation) and 7 (Supervisory Board - Internal Regulations) of the articles of association were amended. New board members: as per column 4. Markus Häfner, born 13.03.1968, Aichelberg, and Fred Vasconcelos, born 18.01.1945, Custer, Washington, USA, each represent the company with a board member or a procura holder.	a) 26.2.2002 (signature) b) Resolution of the general meeting p. 143 and 145 Spec. Vol.	

HAGEN KRZYWON NOTARY
Königstraße 1 A, 70173 Stuttgart,
Tel. (0711) 22 98 521, Fax (0711) 22 98 526

I hereby certify that the above copy (photocopy)
is a true copy of the certified copy from the commercial
register presented to me.

Stuttgart, 11 March 2001

Notary

[signature & seal]

-Krzywon-



Beglaubigte Abschrift

Rotunterstrichene Teile der Eintragung erscheinen in der Fotokopie schwarz. Diese Teile der Eintragung sind gelöscht.

Falls Zweigniederlassungsblätter (künftig kurz: Z-Blätter) geführt werden, beachten Sie bei Prokuren bitte die nachfolgenden Erklärungen:

Prokura nur für Hauptniederlassung	Eintragung nur auf dem Hauptblatt mit dem Zusatz "Beschränkt auf die Hauptniederlassung"
Filialprokura nur für eine oder mehrere Zweigniederlassungen	Eintragung <u>nur</u> auf dem oder den betroffenen Zweigniederlassungsblättern (Z-Blättern), <u>ohne</u> jeglichen Zusatz
Prokura für die Haupt- und eine, mehrere oder alle Zweigniederlassungen	Eintragung auf dem Hauptblatt und dem oder den betroffenen Z-Blättern <u>ohne</u> jeglichen Zusatz

Beglaubigt!

Stuttgart, den 27. Feb 2002

Der Urkundsbeamte der
Geschäftsstelle des Amtsgerichts
Stuttgart
- Registerabteilung -

Justizangestellte

Schatto
Justizangestellte



1) Nummer der Eintragung	2) Firma b) Sitz c) Gegenstand des Unternehmens	3) Grundkapital oder Sammelkapital DM/EUR	4) Vorstand Persönlich haftende Gesellschafter Geschäftsführer Abwickler	5) Prokura	6) Rechteverhältnisse	7) Tag der Eintragung und Unterschrift 8) Bemerkungen
1	<p>a) XCELLSIS AG Stuttgart</p> <p>b) Forschung, Entwicklung, Herstellung und der Vertrieb von Brennstoffzellen-Systemen für Kraftfahrzeuge.</p>	<p>3.189.250 EUR</p>	<p>Dr.-Ing. Andreas Truckenbrodt, geb. 14.08.1952, Stuttgart</p>		<p>Aktiengesellschaft. Satzung vom 6. November 2001. Die Gesellschaft ist entstanden durch Formwechsel gem. §§ 190 ff. UmwG der XCELLSIS GmbH, Sitz Stuttgart. Ist nur ein Vorstandsmitglied bestellt, vertritt es die Gesellschaft allein. Sind mehrere Vorstandsmitglieder bestellt, wird die Gesellschaft durch zwei Vorstandsmitglieder oder durch ein Vorstandsmitglied und einen Prokuristen vertreten. Dr.-Ing. Andreas Truckenbrodt, geb. 14.08.1952, Stuttgart vertritt allein. Solange nur ein Vorstandsmitglied bestellt ist.</p>	<p>a) 23.11.2001 <i>BR</i></p> <p>b) Umw.Beschl. u. Satzung Bl. 128 ff. Sbd.</p> <p>bisher AG stgt HRB 10495, gem. § 13 Abs. 3 HRV umgeschrieben 1. Reg. Eintrag. als GmbH 28.05.1997</p>
	<p>a) Ballard Power Systems AG</p>		<p>Markus Häfner, geb. 13.03.1968, Alchelberg</p> <p>Fred Vasconcelos, geb. 18.01.1945, Custer, Washington, USA</p>		<p>Am 10. Dezember 2001 und und 20. Dezember 2001 wurde die Satzung geändert in den §§ 1 (Firma und Sitz), 6 (Aufsichtsrat - Zusammensetzung, Amtsdauer, Amtsniederlegung) und 7 (Aufsichtsrat - Innere Ordnung). Neue Vorstandsmitglieder: wie Sp. 4.</p> <p>Markus Häfner, geb. 13.03.1968, Alchelberg und Fred Vasconcelos, geb. 18.01.1945, Custer, Washington, USA vertreten jeweils mit einem Vorstandsmitglied oder einem Prokuristen.</p>	<p>a) 26.2.2002 <i>F Häfner</i></p> <p>b) Beschl. der IV Bl. 143 und 145 Sbd.</p>

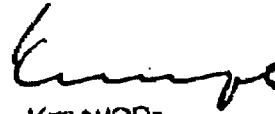


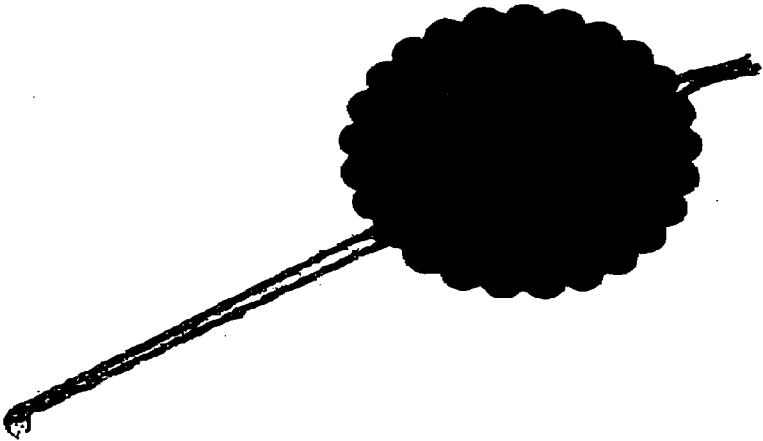
NOTAR HAGEN KRZYWON
Königstraße 1 A, 70173 Stuttgart,
Telefon (0711) 22 98 521 . Telefax (0711) 22 98 526

Die Übereinstimmung der vorstehenden Abschrift (Fotokopie)
mit der mir vorgelegten beglaubigten Abschrift aus dem
Handelsregister beglaubige ich hiermit.

Stuttgart, den 11. März 2001

Notar


-Krzywon-



08/13/2002 TUE 03:16 [TX/RX NO 77081] 006

PATENT
REEL: 013193 FRAME: 0255

I, Charles Edward SITCH BA,
translator to RWS Group plc, of Europa House, Marsham Way, Gerrards Cross,
Buckinghamshire, England, hereby declare that I am conversant with the English and German
languages and am a competent translator thereof. I declare further that to the best of my
knowledge and belief the following is a true and correct translation of the accompanying
documents in the German language.

Signed this 29th day of April 2002



C. E. SITCH

For and on behalf of RWS Group plc