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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102404786

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

1. Name of conveying party(ies):

Jeffrey H. Lewis
Robert G. Williamson

3.18.03

2. Name and address of receiving party(ies)

Name: BorgWarner Inc.

Internal Address:

Street Address: 3800 Automation Avenue, Suite 100

City: Auburn Hills State: MI Zip: 48326-1782

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: 2/17/03 and 2/19/03

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: 3/18/03

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: Brown & Michaels PC

Internal Address:

Street Address: 400 M&T Bank Building

118 North Tioga Street

City: Ithaca State: NY Zip: 14850

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:

02-0910

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9. Signature.

Meghan VanLeeuwen

Name of Person Signing

Meghan VanLeeuwen
Signature

3/18/03

Date

Total number of pages including cover sheet, attachments, and documents: 2

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

03/25/2003 EFLORES 00000043 10391328

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PATENT
REEL: 013889 FRAME: 0455

TO
10/391328
03/18/03

ASSIGNMENT AND AGREEMENT


For value received, I, Jeffrey H. Lewis, of Freeville in the State of New York and Robert G. Williamson, of Breesport, in the State of New York, hereby sell, assign and transfer to BorgWarner, Inc., a Corporation of the State of Delaware, having a place of business at 3800 Automation Avenue, Suite 100, Auburn hills, MI 48326, and its successors, assigns and legal representatives (hereinafter referred to as the "Assignee"), the entire right, title and interest, for the United States of America, in and to certain inventions related to the "REED VALVE VCT PHASER WITH WORM TRAILS" described in an application for Letters Patent of the United States, executed by me of even date here with, and all the rights and privileges in said application and under any and all Letters Patent that may be granted in the United States for said inventions; and I also concurrently hereby sell, assign and transfer to Assignee the entire right, title and interest in and to said inventions for all countries foreign to the United States, including all rights of priority arising from the application aforesaid, and all the rights and privileges under any and all forms of protection, including Letters Patent, that may be granted in said countries foreign to the United States for said inventions.

I authorize Assignee to make application for such protection in its own name and maintain such protection in any and all countries foreign to the United States, and to invoke and claim for any application for patent or other form of protection for said inventions, without further authorization from me, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

I hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any document which may be required in any country in proof of the right of Assignee to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.


I request that any and all patents for said inventions be issued to Assignee in the United States and in all countries foreign to the United States, or to such nominees as Assignee may designate.

I agree that, when requested, I shall, without charge to Assignee, but at its expense, sign all papers, and do all acts which may be necessary, desirable or convenient in connection with said applications, patents, or other forms of protection.



Jeffrey H. Lewis

2/17/03
Date:



Robert G. Williamson

2/19/03
Date: