



07-19-2006



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Our Ref.: 52-333

To the Director of the U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): T&N Limited Federal-Mogul Engineering Limitd</p> <p>Additional name/s of conveying party/ies attached? <input type="checkbox"/></p> <p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Assignment <input type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>Execution Date: August 15, 2001</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: Delaware Capital Formation, Inc. Internal Address: Street Address: 1403 Foulk Road, Ste. 102</p> <p>City: Wilmington State/Country: Delaware Zip: 19803-2755</p> <p>Additional name/s & address/es attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>4. Application number(s) or patent number(s): <input type="checkbox"/> This application is being filed together with a new application.</p> <p>A. Patent Application No(s). (1) (2) (3)</p>	<p>B. Patent No(s). (1) 5,863,133 (2) _____ (3)</p> <p>Additional numbers attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Michael J. Keenan Internal Address: Street Address: Nixon & Vanderhye P.C. 901 North Glebe Road 11th Floor City: Arlington State: VA Zip: 22203</p>	<p>6. Total number of applications & patents involved: 1</p> <p>7. Total fee (37 CFR 3.41) \$ 40.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account #14-1140</p> <p>8. The Commissioner is hereby authorized to charge any deficiency in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140.</p>
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DO NOT USE THIS SPACE

<p>9. Statements 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.</p>		
<p>Michael J. Keenan Name of Person Signing Reg. No. 32,106</p>	<p> Signature</p>	<p>July 14, 2006 Date</p>
<p>Total number of pages including original cover sheet, attachments, and document: [7]</p>		

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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BETWEEN:-

- (1) **T&N LIMITED**, a company registered in England and Wales (No. 63992) whose registered office is at Manchester International Office Centre, Styal Road, Manchester M22 5TN (the "**Principal Offeror**")
- (2) **FEDERAL-MOGUL ENGINEERING LIMITED**, a company registered in England and Wales (No 166096) whose registered office is at Manchester International Office Centre, Styal Road, Manchester, M22 5TN ("**FMEL**")
- (3) **DELAWARE CAPITAL FORMATION, INC.**, (a Delaware, USA Corporation) whose principal office is at 1403 Foulk Road, Ste.102 Wilmington, DE 19803-2755 USA ("**DCF**", which expression shall include its successors in title and assignees)

RECITALS:-

- (A) FMEL (previously called Glacier Metal Company Limited) is the registered proprietor of the patents and the applicant for the patent applications, short particulars of which are set out in the Schedule hereto (the "**Patents**").

IT IS AGREED as follows:-

1. In consideration of the payment to FMEL of the sum of £372,180 (three hundred and seventy two thousand one hundred and eighty pounds sterling) (receipt of which FMEL hereby acknowledges) FMEL **HEREBY ASSIGNS** and transfers to DCF with full title guarantee all right title and interest in and to the Patents and all the rights powers liberties and immunities conferred on the proprietor thereof by the grant of the Patents free from all liens charges and encumbrances and including the right to sue for and recover any damages and other remedies in respect of any infringement of the Patents which may have occurred prior to the date hereof **TO HOLD** unto DCF absolutely.
2. The assignment effected by Clause 1 shall include, without limitation:
 - 2.1 all patents and other similar forms of protection that may be granted in the United States or any part of the world pursuant to any applications listed in the Schedule; and
 - 2.2 the right to apply for all patents and similar forms of protection that may derive priority from or have equivalent claims to or be based on all or any part of the Patents in any country in the world (and including supplementary protection certificates, divisions, continuations, continuations in part, extensions and reissues)and references to Patents in this Assignment shall be deemed to include all such items of property.
3. Each of the FMEL and the Principal Offeror will at the request and expense of DCF do all acts and execute all documents and procure the deposing to or swearing of any declarations or oaths reasonably necessary or desirable for:

3.1 vesting absolutely all right title and interest in and to the Patents in favour of DCF;

3.2 conferring on DCF rights of action in relation to any infringement of the Patents by third parties at or prior to the date hereof,

and pending the doing executing and making of such acts documents declarations oaths and things FMEL shall hold the legal estate in the Patents in trust for DCF.

4. This Assignment is governed by and shall be construed in accordance with the laws of England and Wales and the parties submit to the exclusive jurisdiction of the Courts of England and Wales.

SIGNED by the parties on the date which first appears in this Assignment

**SCHEDULE
THE PATENTS**

FME81501

Part 1 Patents

Patent Description	US Patent Number	Applicant/Proprietor
Tilting pad journal bearing	US 5743657	Glacier Metal Co Ltd ✓
Vertical bearing assembly lubrication	US 5863133	Glacier Metal Co Ltd ✓
Thrust bearing arrangement	US 5971616	Glacier Metal Co Ltd ✓
Tilting pad thrust bearing arrangement	US 6183138	Glacier Metal Co Ltd ✓
Magnetic thrust bearings	US 5101130	Glacier Metal Co Ltd ✓
Rotor and stator components for a magnetic bearing	US 5317226	Glacier Metal Co Ltd ✓
Low friction backup system for magnetic bearings	US 5272403	Glacier Metal Co Ltd ✓
Magnetic bearing back-up	US 5355040	Glacier Metal Co Ltd ✓
Magnetic bearing back-up	US 5345127	Glacier Metal Co Ltd ✓
Electromagnetic bearing arrangement	US 5406157	Glacier Metal Co Ltd ✓

Part 2 – Patent Applications

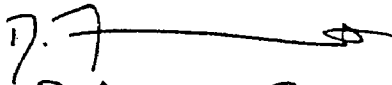
Patent Description	US Patent Number	Applicant/Proprietor
Axial thrust tilting pad arrangement that incorporates a mounting ring for the pads to be supported on.	US 09/783758	Federal-Mogul Engineering Ltd ✓

SIGNED for and on behalf of
T&N LIMITED

Name ALAN RUDDY



Witnessed by



DOMINIC FARNSWORTH, SOLICITOR

Address

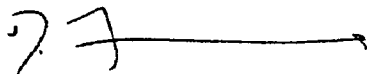
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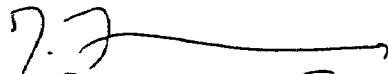
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SIGNED for and on behalf of
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(1) T&N LIMITED

and

(2) FEDERAL-MOGUL ENGINEERING LIMITED

and

(3) DELAWARE CAPITAL FORMATION, INC

PATENT ASSIGNMENT - US

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