

FORM PTO-1595  
(Rev. 6-93)  
OMB No 0651-0011 (exp. 4/94)  
M&G- 09680,0413USU1

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3. Nature of conveyance:

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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)

11/845,536

Additional numbers attached?  Yes  No

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

Name: Gregory A. Sebald  
Address: Merchant & Gould P.C.  
P.O. Box 2903  
Minneapolis, MN 55402-0903

6. Total number of applications and patents involved: 1


7. Total fee (37 CFR 3.41): \$40.00  
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Gregory A. Sebald (33,280)            November 7, 2007

Name of Person Signing      Signature      Date


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By:  \_\_\_\_\_  
Name: Matthew D. Hanaman

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**CESSION / ASSIGNMENT**

Les soussignés (le soussigné): **Andrew C. TARNOW; and Serge MAI**      The undersigned:

dont les adresses complètes sont (l'adresse complète est):      whose full post office addresses are (address is):

31379 Hogback Road, Cambridge Springs, PA 16403, USA; and 4554 Stanley Weir, Montreal, Quebec, CANADA, H3W 2C9

Moyennant la somme de un dollar, payé à nous (moi) par :      in consideration of one dollar, to us (me) paid by:

**RAILPOWER Technologies Corp.**

(ci-après appelé cessionnaire)      (hereinafter referred to as the assignee)

dont l'adresse postale complète est:      whose full post office address is:

**9955 avenue De Catania, Local 105, Brossard, Quebec, CANADA, J4Z 3V5**

dont quittance est par les présentes reconnue, et autres bonnes et valables considérations, nous (je) vendons et cédon (vends et cède) et/ou confirmons (confirme) la vente et la cession par les présentes audit cessionnaire tout notre (mon) intérêt au Canada, aux États-Unis et partout ailleurs à travers le monde, dans et à l'invention afférente à:      receipt of which is hereby acknowledged, and other good and valuable considerations, we (I) do hereby sell and assign and/or confirm such sale and assignment to the said assignee all our (my) right, title and interest in the United States, Canada and everywhere else throughout the world, in and to the invention entitled:

**SYSTEM AND METHOD FOR DETECTING WHEEL SLIP OR SKID IN A LOCOMOTIVE**

telle que décrite en détail et/ou revendiquée:      as fully described and/or claimed:

dans la demande de brevet américaine qui a été déposée le      in the US application which was filed on

**August 27, 2007**

sous le numéro      under serial number

**11/845,536**

et tous nos (mes) droit, titre et intérêt correspondants dans et à tout brevet qui peut en découler au Canada, aux États-Unis ou ailleurs.      and to all our (my) corresponding right, title and interest in and to any patent which may issue therefor in the United States, Canada or elsewhere throughout the world.

Nous nous engageons (je m'engage) également à signer tous les documents et formulaires qui pourraient s'avérer nécessaires pour déposer d'autres demandes au Canada, aux États-Unis      We (I) further agree to execute all the Forms and papers that may be necessary to file other applications in the United States, Canada and everywhere else throughout the world, on the

et ailleurs dans le monde sur cette invention ou sur toute invention décrite dans la demande et/ou brevet, au nom du cessionnaire.

above invention or any invention described in said application(s) and/or patent(s), in the name of the Assignee.

Nous nous engageons (je m'engage) aussi à communiquer au cessionnaire ou ses représentants tous faits concernant cette invention et dont nous avons (j'ai) connaissance; à faire toute déclaration nécessaire, et de façon générale à faire tout ce qui est possible pour aider le cessionnaire, son (ses) successeur(s) et cessionnaire(s), à obtenir et mettre en oeuvre la protection appropriée pour ladite invention au Canada, aux États-Unis et partout à travers le monde.

We (I) also agree to communicate to the Assignee or his representatives any facts known to us (me) respecting said invention, make all rightful oaths and generally do everything possible to aid said Assignee, its (his) successors and assignees, to obtain and enforce proper protection for said invention in the United States, Canada and everywhere else throughout the world.

Nous donnons (je donne) le pouvoir à la firme ROBIC, CENTRE CDP CAPITAL, 1001, Square Victoria - Bloc E - 8<sup>ème</sup> Étage, Montréal, Québec, CANADA, H2Z 2B7, d'insérer d'autres informations, tel la date d'exécution, ou le numéro de la demande et la date de dépôt de la demande lorsque ces informations seront connues.

The undersigned hereby grant(s) the firm of ROBIC, CENTRE CDP CAPITAL, 1001, Victoria Square - Bloc E - 8<sup>th</sup> Floor, Montreal, Quebec, CANADA, H2Z 2B7, the power to insert further identification such as the execution date, or the application number and the filing date of the application when known.

La présente Convention est régie et interprétée conformément aux lois du Québec et aux lois du Canada qui s'y appliquent.

This Agreement shall be governed by and construed in accordance with the applicable laws of the Province of Quebec and Canada applicable therein.

En cas de contradiction entre la version française et anglaise des présentes, le sens qui convient le plus à la matière des présentes doit être celui applicable. Les termes susceptibles de deux sens doivent également être pris dans le sens qui convient le plus à la matière des présentes.

In case of contradiction between the English and French versions, the meaning that best conforms to the subject matter of this agreement shall apply. Words susceptible of two meanings shall also be given the meaning that best conforms to the subject matter of this agreement.

SIGNÉ à / SIGNED at Erie Pennsylvania USA  
 (Ville/City) (Province) (Pays/Country)

Ce / This 3 jour de / day of 10 2007  
 (jour/day) (mois/month) (année/year)

TÉMOIN / WITNESS


[Signature]  
 Nom complet / Full name:

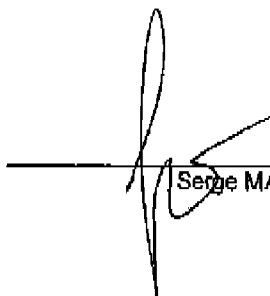
[Signature]  
 Andrew C. TARNOW

SIGNÉ à / SIGNED at Montreal QC Canada  
(Ville/City) (Province) (Pays/Country)

Ce / This 9 jour de / day of October 2007  
(jour/day) (mois/month) (année/year)

TÉMOIN / WITNESS

  
Nom complet / Full name: KAMLA NIRPSZO

  
Serge MAI

LU ET APPROUVÉ / READ AND APPROVED

SIGNÉ à / SIGNED at BROSSARD QC CANADA  
(Ville/City) (Province) (Pays/Country)

Ce / This 9<sup>th</sup> jour de / day of OCTOBER 2007  
(jour/day) (mois/month) (année/year)

Par/By: RAILPOWER Technologies Corp.



Nom/Name:

Titre/Title:

VP, LEGAL AFFAIRS

**Merchant & Gould**

An Intellectual Property Law Firm

Merchant & Gould P.C.  
3200 IDS Center  
80 South Eighth Street  
Minneapolis, MN 55402-2215

A Professional Corporation

**Fax Transmission** | November 7, 2007

TO:

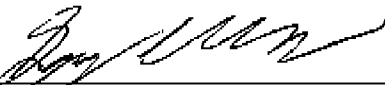
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By:   
Name: Gregory A. Sebald  
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Matthew D. HanamanSignature November 7, 2007

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