

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/28/2007
CONVEYING PARTY DATA	
Name	Execution Date
WorldWater and Power Corp.	08/28/2007
RECEIVING PARTY DATA	
Name:	WorldWater & Solar Technologies Corp.
Street Address:	200 Ludlow Drive
City:	Ewing
State/Country:	NEW JERSEY
Postal Code:	08638
PROPERTY NUMBERS Total: 6	
Property Type	Number
Patent Number:	7145265
Patent Number:	7148650
Application Number:	11541934
Application Number:	10938829
Application Number:	11541933
Application Number:	11452627
CORRESPONDENCE DATA	
Fax Number:	(609)896-1469
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(609) 896-3600
Email:	ariordan@foxrothschild.com
Correspondent Name:	Richard C. Woodbridge
Address Line 1:	Fox Rothschild LLP
Address Line 2:	997 Lenox Drive, Building 3
Address Line 4:	Lawrenceville, NEW JERSEY 08640-2311

CH \$240.00 7145265

PATENT

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REEL: 022117 FRAME: 0800

ATTORNEY DOCKET NUMBER:	96667.00001 (6168-101)
NAME OF SUBMITTER:	Richard C. Woodbridge
Total Attachments: 3 source=LV1-#1014540-v1-Worldwater_Power_to_Worldwater_Solar#page1.tif source=LV1-#1014540-v1-Worldwater_Power_to_Worldwater_Solar#page2.tif source=LV1-#1014540-v1-Worldwater_Power_to_Worldwater_Solar#page3.tif	

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"WORLDWATER & SOLAR TECHNOLOGIES CORP.", A DELAWARE CORPORATION,

WITH AND INTO "WORLDWATER & POWER CORP." UNDER THE NAME OF "WORLDWATER & SOLAR TECHNOLOGIES CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF AUGUST, A.D. 2007, AT 12:30 O'CLOCK P.M.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7066769

DATE: 01-07-09

PATENT
REEL: 022117 FRAME: 0802

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP**

Subsidiary into Parent
-- Section 253

**CERTIFICATE OF OWNERSHIP
MERGING**

**WorldWater & Solar Technologies Corp.
INTO
WorldWater & Power Corp.**

Pursuant to Section 253 of the General Corporation Law of Delaware

WorldWater & Power Corp., a corporation incorporated on the 30th day of March, 2001, pursuant to the provisions of the General Corporation Law of the State of Delaware;

DOES HEREBY CERTIFY that this corporation owns 100% of the capital stock of **WorldWater & Solar Technologies Corp.**, a corporation incorporated on the 3rd day of May, 2007 A.D., pursuant to the provisions of the General Corporation Law of the State of Delaware, and that this corporation, by a resolution of its Board of Directors duly adopted via unanimous written consent in lieu of a meeting dated the 24 day of August, 2007 A.D., determined to and did merge into itself said **WorldWater & Solar Technologies Corp.**, which resolution is in the following words to wit:

WHEREAS this corporation lawfully owns 100% of the outstanding stock of **WorldWater & Solar Technologies Corp.**, a corporation organized and existing under the laws of Delaware, and

WHEREAS this corporation desires to merge into itself the said **WorldWater & Solar Technologies Corp.**, and to be possessed of all the estate, property, rights, privileges and franchises of said corporation,

NOW, THEREFORE, BE IT RESOLVED, that this corporation merge into itself said **WorldWater & Solar Technologies Corp.** and assumes all of its liabilities and obligations, and

FURTHER RESOLVED, that either Quentin T. Kelly, as Chief Executive Officer of this corporation or Frank W. Smith, as Chief Operating Officer of this corporation be, and hereby are authorized, empowered and directed to make and execute a certificate of ownership setting forth a copy of this resolution to merge said WorldWater & Solar Technologies Corp. and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of Sussex County; and

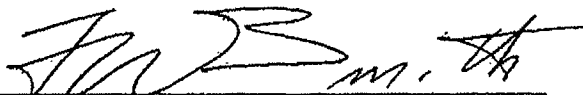
FURTHER RESOLVED, that WorldWater & Power Corp. relinquishes its corporate name and assumes in place thereof the name, WorldWater & Solar Technologies Corp.; and

FURTHER RESOLVED, that the officers of this corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware; which may be in any way necessary or proper to effect said merger.

IN WITNESS WHEREOF, said parent corporation has caused its corporate seal to be affixed and this certificate to be signed by an authorized officer this 24 day of August, 2007 A.D.

WORLDWATER & SOLAR TECHNOLOGIES CORP.

By:



Name: Frank W. Smith

Title: Chief Operating Officer