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**PATENT**  
**REEL: 023625 FRAME: 0183**

## ASSIGNMENT OF PATENT APPLICATION

FOR GOOD AND VALUABLE CONSIDERATION,

We, the undersigned (each), have agreed and hereby agree to assign for good and valuable consideration, receipt of which is hereby expressly acknowledged, and do hereby sell, assign and transfer unto

Tesla Motors, Inc.

a corporation organized under the laws of the state of Delaware as Assignee, and its successors, assigns and legal representatives, the entire right, title and interest, for all countries in and to certain inventions relating to

Cell Thermal Runaway Propagation Resistant Battery Pack

described in an application for Letters Patent of the United States, identified as Attorney Docket No. TES022C3CP3, at Patent Law Office of David G. Beck, P.O. Box 1146, Mill Valley, CA 94942 and filed on 11/25/09, as Application Serial No. \_\_\_\_\_, and the invention(s) and improvement(s) set forth therein, and any and all continuations, continuations-in-part, divisionals, and renewals of and substitutes for said application for said Letters Patent, and all the rights and privileges under any and all Letters Patent that may be granted therefor in any country, and any reissues, or reexaminations, or extensions of said Letters Patent. We request that any and all Letters Patent for said inventions be issued to said Assignee, its successors, assigns and legal representatives, or to such nominees as it may designate.

We agree that, when requested, we will, without charge to said Assignee but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining patents for said inventions in any and all countries and for vesting title thereto in said Assignee, its successors, assigns and legal representatives or nominees.

We authorize and empower said Assignee, its successors, assigns and legal representatives or nominees, to invoke and claim for any application for patent or other form of protection for said inventions filed by it or them, the benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it, and to invoke and claim such right of priority without further written or oral authorization from us.

We hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any assignment, consent to file or like document which may be required in any country for any purpose and more particularly in proof of the right of the said Assignee or nominee to claim the aforesaid benefit of the right of priority provided by the International convention which may henceforth be substituted for it.

We hereby authorize David Beck, attorney for Assignee, to insert the filing date and Serial number into the first paragraph of this assignment, after the application for Letters Patent has been filed, and the U.S. Patent Office has assigned such application a Serial Number.

We covenant with said Assignee, its successors, assigns and legal representatives, that the rights and property herein conveyed are free and clear of any encumbrance, and that we have full right to convey the same as herein expressed.

IN WITNESS WHEREOF, We have hereunto signed our names on the day and year set forth below.

  
\_\_\_\_\_  
Inventor's Signature

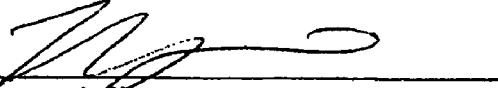
November 23 2009  
\_\_\_\_\_  
DATE

Vineet Haresh Mehta  
\_\_\_\_\_  
Inventor's Printed Name

  
Inventor's Signature

23 - NOV - 09  
DATE

Weston Arthur Hermann  
Inventor's Printed Name

  
Inventor's Signature

11.24.2009  
DATE

Nicholas Robert Kalayjian  
Inventor's Printed Name