

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
<b>CONVEYING PARTY DATA</b>	
Name	Execution Date
FLEXENERGY, LLC	12/31/2010
<b>RECEIVING PARTY DATA</b>	
Name:	FLEXENERGY, INC.
Street Address:	9601 Irvine Center Drive
Internal Address:	Suite 200
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92618
<b>PROPERTY NUMBERS Total: 5</b>	
Property Type	Number
Application Number:	12050734
Application Number:	12288238
Application Number:	12330151
Application Number:	12772622
Application Number:	09713574
<b>CORRESPONDENCE DATA</b>	
Fax Number:	(949)851-9348
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	949.851.0633
Email:	afedericks@mwe.com
Correspondent Name:	Andrew D. Mickelsen
Address Line 1:	18191 Von Karman Avenue
Address Line 2:	Suite 500
Address Line 4:	Irvine, CALIFORNIA 92612-7108
ATTORNEY DOCKET NUMBER:	087844-0012-0017

CH \$200.00 12050734

**501419131**

**PATENT**  
**REEL: 025707 FRAME: 0065**

NAME OF SUBMITTER:

Andrew D. Mickelsen, Reg. No. 50,957

**Total Attachments: 3**

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# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "FLEXENERGY, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "FLEXENERGY, LLC" TO "FLEXENERGY, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2010, AT 3:12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2010, AT 11:30 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4528110 8100V

101250871

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8463142

DATE: 12-31-10

PATENT  
REEL: 025707 FRAME: 0067

**CERTIFICATE OF CONVERSION OF  
FLEXENERGY, LLC  
A DELAWARE LIMITED LIABILITY COMPANY  
TO  
FLEXENERGY, INC.  
A DELAWARE CORPORATION**

The following certificate of conversion is being submitted in accordance with Section 265 of the Delaware General Corporation Law.

The following Plan of Conversion was adopted and approved by the members of FlexEnergy, LLC in accordance with Section 265 of the Delaware General Corporation Law.

**FIRST:** The name, jurisdiction, entity type and date of formation of the converting limited liability company are:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity</u>	<u>Date of Formation</u>
FlexEnergy, LLC (the " <u>Converted Entity</u> ")	Delaware	Limited Liability Company	April 2, 2008

**SECOND:** The name and jurisdiction of the resulting corporation are:

<u>Name</u>	<u>Jurisdiction</u>
FlexEnergy, Inc. (the " <u>Resulting Entity</u> ")	Delaware

**THIRD:** The terms and conditions of the conversion are as follows:

The Converted Entity shall be converted into the Resulting Entity to be governed by the Delaware General Corporation Law. As of the Effective Time (as defined below), the Converted Entity shall convert into the Resulting Entity, shall continue its existence under the name "*FlexEnergy, Inc.*," and shall succeed, without need for other transfer, to all the rights and property of the Converted Entity and shall be subject to all the debts and liabilities of the Converted Entity in the same manner as if the Resulting Entity had itself incurred them. The Resulting Entity shall carry on business with the assets and liabilities of the Converted Entity.

**FOURTH:** The manner and basis of converting the shares, obligations or other securities of the Converted Entity into shares, memberships, or financial or beneficial interests or units of the Resulting Entity, in whole or in part, into cash or other property are as follows:

As of the Effective Time (as defined below), (a) all of the four million five hundred two thousand five hundred (4,502,500) outstanding common units of the Company held by all persons will be converted to four million five hundred two thousand five hundred (4,502,500) shares of Common Stock of the Corporation; and (b) all of the options to purchase forty-two thousand four hundred forty-four (42,444) common units of the Company held by all persons will be converted to options to purchase forty-two thousand four hundred forty-four (42,444) shares of Common Stock of the Corporation, subject to the same exercise prices, terms, vesting

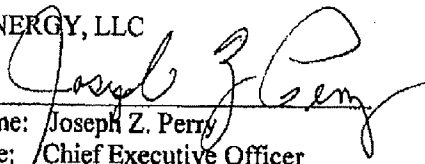
schedules and other conditions and restrictions applicable to outstanding option to purchase common units of the Company.

The delayed effective time and date of the conversion shall be 11:30 p.m., Eastern Standard Time, on December 31, 2010 (the "Effective Time").

**IN WITNESS WHEREOF**, the Converted Entity has caused this Certificate of Conversion to be signed by a duly authorized officer on December 29, 2010.

FLEXENERGY, LLC

By:

  
Name: Joseph Z. Perry  
Title: Chief Executive Officer

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