



12/02/2013



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U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark OfficeRECORDATION FORM COVER SHEET
PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)

STERN MAGNETICS, LLC

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance/Execution Date(s):

Execution Date(s) MARCH 12, 2012

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Joint Research Agreement
☐ Government Interest Assignment
☐ Executive Order 9424, Confirmatory License
☐ Other _____

2. Name and address of receiving party(ies)

Name: SUPER CONDUCTING SYSTEMS, INCInternal Address: BLDG. 5, SUITE 1CStreet Address: 900 MIDDLESEX TPKECity: BILLERICAState: MASSACHUSETTSCountry: USA Zip: 01821Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application or patent number(s):

A. Patent Application No.(s)

☐ This document serves as an Oath/Declaration (37 CFR 1.63).

B. Patent No.(s)

US 8,275,429 B1
(formerly Appl. No. 13/083,020)Additional numbers attached? ☐ Yes ☒ No

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

Name: Herbert A. NewbornInternal Address: Law Office of
Herbert A. NewbornStreet Address: 7 Everett Paine Blvd.City: MarbleheadState: Massachusetts Zip: 01945Phone Number: 617.962.6513Docket Number: SM-101UEmail Address: hnewborn@comcast.net6. Total number of applications and patents involved: 17. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00

- ☐ Authorized to be charged to deposit account
☒ Enclosed
☐ None required (government interest not affecting title)

8. Payment Information

Deposit Account Number _____

Authorized User Name 12/03/2013 KNGUYENI 00000057 8275429

61 FC:0021

40.00 00

9. Signature:

Herbert A. Newborn

Signature

HERBERT A. NEWBORN

Name of Person Signing

November 25, 2013
Date

Total number of pages including cover sheet, attachments, and documents:

8Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: including notice from previous assignment
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, V.A. 22313-1450

**ASSIGNMENT AND ASSUMPTION
OF MEMBERSHIP INTEREST**

This Assignment and Assumption is made as of this 12 day of March, 2012, by and between STERN MAGNETICS, LLC, a Massachusetts limited liability company with an address of 5 Fortune Drive, Billerica, Massachusetts ("Assignor") and SUPERCONDUCTING SYSTEMS, INC., a Massachusetts corporation with an address of 5 Fortune Drive, Billerica, Massachusetts ("Assignee").

WITNESSETH

WHEREAS, Assignee desires to dissolve and effectuate a liquidating distribution of all of its assets to its members in proportion to their respective membership interests in accordance with the terms and conditions of the Assignor's Operating Agreement dated June 5, 2003, as amended;

WHEREAS, Assignee has heretofore redeemed all of its outstanding membership interests except that held by Assignee.

NOW THEREFORE, for good and valuable consideration, the parties hereto agree as follows:

1. Assignor hereby assigns all of its right, title and interest in and to the assets set forth in Exhibit "A," attached hereto (the "Assets"), to Assignee in redemption of Assignee's membership interest in Assignor.
2. Assignee hereby agrees to and does hereby assume the performance of each and every covenant, obligation and agreement of Assignor related to the Assets.

[signature page to follow]

IN WITNESS WHEREOF, the Assignor hereby executes this Assignment and Assumption
on this 12 day of March, 2012.

ASSIGNOR:
STERN MAGNETICS, LLC

By: Shahin Pourrahimi
Shahin Pourrahimi
Its Manager

By: Piotr M. Starewicz
Piotr M. Starewicz
Its Manager

ASSIGNEE:
SUPERCONDUCTING SYSTEMS, INC.

By: Shahin Pourrahimi
Shahin Pourrahimi
Its President

PATENT

REEL: 031829 FRAME: 0642

EXHIBIT "A"
Assigned Assets

- 1) US patent application titled: "High Magnetic Gradient Strength Superconducting Coil System" filed on April 8, 2011.
- 2) Stern's partial ownership of US provisional patent application titled: "Integrated Power Supply for a Persistent Mode Cryogen Free Superconducting Magnet".
- 3) Any and all residual materials and equipment remaining from previous and ongoing Small Business Innovation Research projects.
- 4) All research grants and commercial contracts on Stern's records.
- 5) The Name Stern Magnetics.

Accepted
3/12/2012

ASSIGNMENT OF MEMBERSHIP INTEREST

For and in consideration of one dollar (\$1.00) other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, PIOTR M. STAREWICZ, an individual with a business address of 5 Fortune Drive, Billerica, Massachusetts (hereinafter the "Assignor") hereby assigns and transfers to STERN MAGNETICS, LLC, a Massachusetts limited liability company with an address of 5 Fortune Drive, Billerica, Massachusetts ("Assignee"), a Forty-one and 02/100 percent (41.2%) interest in and to said STERN MAGNETICS, LLC.

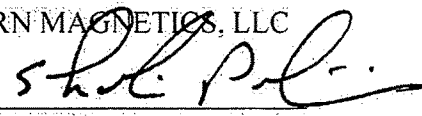
IN WITNESS WHEREOF, the Assignor hereby executes this Assignment on this 12 day of March, 2012.


ASSIGNOR:


PIOTR M. STAREWICZ

ASSIGNEE:

STERN MAGNETICS, LLC

By: 
Shahin Pourrahimi
Its Manager

By: 
Piotr M. Starewicz
Its Manager

**STERN MAGNETICS, LLC
WRITTEN ACTION OF MEMBERS**

The undersigned, being all of the members of STERN MAGNETICS, LLC, a Massachusetts limited liability company (hereinafter referred to as the "Company"), acting pursuant to the provisions of G.L. c. 156C (the "Act") and the Operating Agreement of the Company, dated June 5, 2005, as amended (the "Operating Agreement"), hereby waive any notice requirement and consent in writing to the adoption of the following resolutions as though adopted at a duly noticed and called meeting of the Members:

WHEREAS, the Members represent that they are the holders of all of the membership interests (the "Membership Interests") in the Company;

WHEREAS, pursuant to the terms and conditions of the Operating Agreement, the LLC was to be dissolved under certain circumstances;

WHEREAS, the Members do hereby resolve to dissolve the Company in accordance with the terms and conditions of the Act and the Operating Agreement; and

Now therefore it is hereby:

RESOLVED: That the Company by and through its managers, shall redeem all of the Membership Interests; and

RESOLVED: That the Company by and through its managers, shall liquidate the Company and file a certificate, with the Secretary of State, in accordance with the Act, to cancel the Company's Certificate of Organization; and


RESOLVED: That all actions of the Company, by and through its managers in conjunction with the foregoing resolutions are hereby affirmed and ratified in all respects.

IN WITNESS WHEREOF, the undersigned have executed this written consent to action taken without and in lieu of a meeting of directors on the 12 day of March, 2012.

MEMBERS

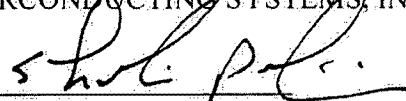


Shahin Pourrahimi



Piotr M. Starewicz

SUPERCONDUCTING SYSTEMS, INC.

By: 

Shahin Pourrahimi
Its President