

(Rev.6-93)  
OMB No. 0651-0011  
(exp. 4/94)

02-08-2001

OF COMMERCE  
Patent and  
Trademark Office




101586271

To the Honorable Commissioner of Patents and Trademarks, please record the attached original documents or copy thereof.

*MPO  
2/8/01*

<p>1. Name of conveying party(ies):</p> <p><b>Turbodyne Systems, Inc.</b></p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation - State of <b>Delaware</b>  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party (ies)</p> <p>Name: <b>Honeywell International Inc.</b>  Internal Address: _____  Street Address: <b>101 Columbia Road</b>  City: <b>Morristown</b> State: <b>NJ</b> ZIP: <b>07962</b></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State of <b>Delaware</b>  <input type="checkbox"/> Other _____</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <b>December 13, 1999</b></p>	<p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(Designations must be a separate document from assignment)</p> <p>Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>4. Application number(s) or registration number(s)</p> <p>A. Trademark Application No.(s) <b>74/726,520 TURBOPAC</b></p>	<p>B. Trademark Registration No. (s) <b>2,356,872 TURBOPAC</b></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <b>David A. Cohen</b>  Internal Address: _____  <b>Honeywell International Inc.</b>  Street Address: _____  <b>101 Columbia Road</b>  City: <b>Morristown</b> State: <b>NJ</b> ZIP: <b>07962</b></p>	<p>6. Total number of applications and registrations involved ...2...</p> <p>7. Total fees (37 CFR 3.41).....<b>5 65.00</b></p> <p><input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account <i>Charge 40.00</i></p> <p>Deposit account number: <b>01-1125</b></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>

B. Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

**David A. Cohen**   
Name of Person Signing      Signature

**January 18, 2001**  
Date

Total number of pages including cover sheet, attachments, and document: **3**

Mail documents to be recorded with required cover sheet information to:  
Assistant Commissioner for Trademarks  
BOX ASSIGNMENTS  
2800 Crystal Drive  
Arlington, VA 22202-3513

ATTACHMENT 4

ASSIGNMENT OF TRADEMARKS

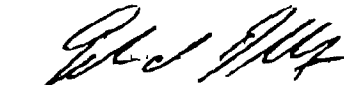
WHEREAS Turbodyne Technologies, Inc., a Delaware corporation having an address of 6155 Carpinteria Avenue, Carpinteria, California 93103 and Turbodyne Systems, Inc. a Nevada corporation its wholly owned subsidiary (jointly "Assignor") are the owners of the entire right, title and interest to the trademarks TURBOPAC™ and TURBOFLOW™ (jointly "the Marks");

AND WHEREAS Honeywell International Inc., a Delaware corporations having an address of 101 Columbia Road, Morristown, New Jersey, has entered into an agreement to purchase the rights to a product line (the "Turbopac Products") upon which the goodwill of the Marks has been established and desirous of acquiring the entire right, title and interest in and to the Marks in the United States and foreign countries and the Patents;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound hereby, Assignor hereby assigns and transfers to Assignee the entire right, title, and interest in and to the Marks in the United States and foreign countries and the rights to any Registrations thereof, including, but not limited to, renewals and extensions of the registrations and all good will associated with and attributable to the Marks, all rights of action arising from the Patents, all claims for damages by reason of past infringement of the Marks and the right to sue and collect damages for such infringement, to be held and enjoyed by the Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor.

Dated: 12-13-99

Turbodyne Systems Inc.

By:   
Name: GERHARD E. DELF  
Title: PRESIDENT

Turbodyne Technologies Inc.

By:   
Name: GERHARD E. DELF  
Title: CEO

Subscribed and sworn to before me on 13 December, 1999.

Notary Public: Shelly D. Beutel

Stamp:

