

TRADEMARKS ONLY

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

1. Name of conveying party(ies):
Honeywell International Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State of **Delaware**
 Other _____
 Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party (ies)
 Name: **Vericor Power Systems, LLC**
 Internal Address: _____
 Street Address: **3625 Brookside Parkway, Ste. 500**
 City: **Alpharetta** State: **GA** ZIP: _____
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State of _____
 Other **Limited Liability Company organized in Delaware**
 If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No


3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: **October 9, 2001**

4. Application number(s) or registration number(s)
 A. Trademark Application No.(s)
75/717,574 VERICOR POWER SYSTEMS
 Additional numbers attached? Yes No

B. Trademark Registration No. (s)

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: **David A. Cohen**
 Internal Address: _____
Honeywell International Inc.
 Street Address: **101 Columbia Road**
 City: **Morristown** State: **NJ** ZIP: **07962**

6. Total number of applications and registrations involved ...**1**...
 7. Total fees (37 CFR 3.41).....\$ **40.00**
 Enclosed
 Authorized to be charged to deposit account
 Deposit account number: **01-1125**
 (Attach duplicate copy of this page if paying by deposit account)

8. 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  **June 18, 2002**
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
 Assistant Commissioner for Trademarks
 BOX ASSIGNMENTS
 2900 Crystal Drive
 Arlington, VA 22202-3613

ASSIGNMENT OF TRADEMARK

WHEREAS, Honeywell International Inc., a corporation organized under the laws of Delaware, having a place of business at 101 Columbia Road, Morristown, New Jersey, is the owner of record of U.S. Trademark Serial No. 75/717,574 for VERICOR POWER SYSTEMS:

WHEREAS, Vericor Power Systems, LLC, a Limited Liability Company organized under the laws of Delaware, having a place of business at 3625 Brookside Parkway, Alpharetta, GA, is desirous of acquiring the entire right, title and interest in and to said Trademark and goodwill associated therewith.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged; Honeywell International Inc., hereby assigns to Vericor Power Systems, LLC all right, title and interest in and to said trademarks, together with the good will of the business symbolized thereby.

Honeywell International Inc.

October 9, 2001

By 
David A. Cohen
Assistant Secretary

Honeywell

Honeywell
Law Department
101 Columbia Road
Morristown, NJ 07962

Fax Transmission

To Assignment Division
Company U.S. Patent and Trademark Office
Fax Number (703) 306-5995
Phone Number (703) 308-9723

From Susan Giniger, Trademark Administrator
Date June 21, 2002
Phone Number (973) 455-3416
Fax Number (973) 455-5904

No. of pages (including cover sheet): 3

STATEMENT OF CONFIDENTIALITY
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