

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Morganite Incorporated		06/11/2004	CORPORATION: NORTH CAROLINA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Energy Conversion Systems Holdings, LLC		
<b>Street Address:</b>	177 Madison Avenue		
<b>Internal Address:</b>	c/o MidMark Equity Partners II, L.P.		
<b>City:</b>	Morristown		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	07960		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1007288	MIDWEST	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(973)624-7070		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	973 622 4444		
<b>Email:</b>	mboyce@mccarter.com		
<b>Correspondent Name:</b>	Mary Ann Boyce		
<b>Address Line 1:</b>	100 Mulberry Street		
<b>Address Line 2:</b>	Four Gateway Center		
<b>Address Line 4:</b>	Newark, NEW JERSEY 07102		
<b>ATTORNEY DOCKET NUMBER:</b>	99184/2 JTP 2044 MORGANIT		
<b>NAME OF SUBMITTER:</b>	Joan T. Pinaire		

CH \$40.00 1007288

Total Attachments: 5  
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**TRADEMARK  
 REEL: 002888 FRAME: 0508**

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**TRADEMARK ASSIGNMENT**

WHEREAS, Morganite Incorporated, a North Carolina corporation, having a principal place of business at One Morganite Drive, Dunn, North Carolina 28334 ("Assignor"), owns the trademark listed in Schedule A hereto (the "Mark");

WHEREAS, Energy Conversion Systems Holdings, LLC, a Delaware limited liability company, with offices at c/o MidMark Equity Partners II, L.P., 177 Madison Avenue, Morristown, New Jersey 07960 ("Assignee"), is desirous of acquiring all right, title and interest in and to the Mark and the registrations and applications therefor, together with all of the goodwill of the business associated with the use of and symbolized by the Mark;

NOW, THEREFORE, for one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign and transfer unto the Assignee, its successors and assigns, the entire right, title and interest to the Mark, and the registrations and applications therefor, together with all of the goodwill of the business associated with the use of and symbolized by the Mark along with all claims for damages by reason of past, present, and future infringement of the rights assigned under this Trademark Assignment, with the right to sue for and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns, and other legal representatives, as fully and entirely as if the same would have been held and enjoyed by Assignor if this transfer to Assignee had not been made.

For the above consideration, Assignor agrees that upon request of the Assignee, its successors or assigns, it shall execute and deliver any papers which may be necessary or desirable fully to secure to the Assignee, its successors and assigns, the Mark and any rights therein.

IN WITNESS WHEREOF, Assignor and Assignee, by their duly authorized officers, do hereby execute this Trademark Assignment as of this 11<sup>th</sup> day of June, 2004.

MORGANITE INCORPORATED

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

ENERGY CONVERSION SYSTEMS HOLDINGS,  
LLC

By: Matthew Finley

Name: Matthew W. Finley

Title: President

**TRADEMARK ASSIGNMENT**

WHEREAS, Morganite Incorporated, a North Carolina corporation, having a principal place of business at One Morganite Drive, Dunn, North Carolina 28334 ("Assignor"), owns the trademark listed in Schedule A hereto (the "Mark");

WHEREAS, Energy Conversion Systems Holdings, LLC, a Delaware limited liability company, with offices at c/o MidMark Equity Partners II, L.P., 177 Madison Avenue, Morristown, New Jersey 07960 ("Assignee"), is desirous of acquiring all right, title and interest in and to the Mark and the registrations and applications therefor, together with all of the goodwill of the business associated with the use of and symbolized by the Mark;

NOW, THEREFORE, for one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign and transfer unto the Assignee, its successors and assigns, the entire right, title and interest to the Mark, and the registrations and applications therefor, together with all of the goodwill of the business associated with the use of and symbolized by the Mark along with all claims for damages by reason of past, present, and future infringement of the rights assigned under this Trademark Assignment, with the right to sue for and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns, and other legal representatives, as fully and entirely as if the same would have been held and enjoyed by Assignor if this transfer to Assignee had not been made.

For the above consideration, Assignor agrees that upon request of the Assignee, its successors or assigns, it shall execute and deliver any papers which may be necessary or desirable fully to secure to the Assignee, its successors and assigns, the Mark and any rights therein.

IN WITNESS WHEREOF, Assignor and Assignee, by their duly authorized officers, do hereby execute this Trademark Assignment as of this 11<sup>th</sup> day of June, 2004.

MORGANITE INCORPORATED

By: 

Name: STUART COX

Title: ADP

ENERGY CONVERSION SYSTEMS HOLDINGS,  
LLC

By: \_\_\_\_\_

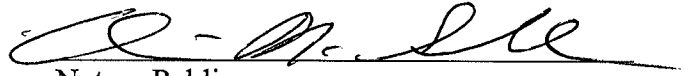
Name: \_\_\_\_\_

Title: \_\_\_\_\_

State of New York )  
 )  
County of New York )

ss:

Before me, a notary public for the above county and state, on this 11<sup>th</sup> day of June, 2004, personally appeared Stuart Cox, the Attorney-In-Fact of Morganite Incorporated and he acknowledged the execution of the foregoing instrument of Assignment to be his free act and deed.

  
Notary Public

AMMI N. SMALL  
Notary Public, State of New York  
No. 01SM6062713  
Qualified in New York County  
Commission Expires 08/13/2005

State of \_\_\_\_\_ )  
 )  
County of \_\_\_\_\_ )

ss:

Before me, a notary public for the above county and state, on this 11<sup>th</sup> day of June, 2004, personally appeared \_\_\_\_\_, the \_\_\_\_\_ of Energy Conversion Systems Holdings, LLC, and he acknowledged the execution of the foregoing instrument of Assignment to be his free act and deed.

\_\_\_\_\_  
Notary Public

State of \_\_\_\_\_ )  
 )  
 )  
County of \_\_\_\_\_ )

ss:

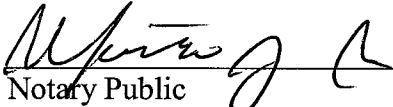
Before me, a notary public for the above county and state, on this 11<sup>th</sup> day of June, 2004, personally appeared \_\_\_\_\_, the \_\_\_\_\_ of Morganite Incorporated and he acknowledged the execution of the foregoing instrument of Assignment to be his free act and deed.

\_\_\_\_\_  
Notary Public

State of NEW YORK )  
 )  
 )  
County of NEW YORK )

ss:

Before me, a notary public for the above county and state, on this 11<sup>th</sup> day of June, 2004, personally appeared MATTHEW RICE, the President of Energy Conversion Systems Holdings, LLC, and he acknowledged the execution of the foregoing instrument of Assignment to be his free act and deed.

  
\_\_\_\_\_  
Notary Public

**MATTHEW J. RICE**  
Notary Public, State Of New York  
No. 02RI6081774  
Qualified In New York County  
Commission Expires October 15, 2006

**Schedule A**

**Trademark**

**United States Registration:**

<b>Mark</b>	<b>Regis. No.</b>	<b>Regis. Date</b>
MIDWEST (Stylized)	1,007,288	March 25, 1975