

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT			
NATURE OF CONVEYANCE:	MERGER			
EFFECTIVE DATE:	12/31/2009			
CONVEYING PARTY DATA				
	Name	Formerly	Execution Date	Entity Type
	Clipper Windpower Technology, Inc.		12/28/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA				
Name:	Clipper Windpower, Inc.			
Street Address:	6305 Carpinteria Avenue, Suite 300			
City:	Carpinteria			
State/Country:	CALIFORNIA			
Postal Code:	93013			
Entity Type:	CORPORATION: DELAWARE			
PROPERTY NUMBERS Total: 5				
	Property Type	Number	Word Mark	
Registration Number:		3319478	LIBERTY	
Registration Number:		3345257	MEGAFLUX	
Registration Number:		3373766	QUANTUM DRIVE	
Serial Number:		77301027	TCUI	
Serial Number:		77422922	TOWER JAX	
CORRESPONDENCE DATA				
Fax Number:	(805)988-7702			
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	(805) 988-8346			
Email:	tbryant@nchc.com			
Correspondent Name:	Peter B. Bromaghim			
Address Line 1:	P.O. Box 9100			
Address Line 4:	Oxnard, CALIFORNIA 93031-9100			

OP \$140.00 3319478

ATTORNEY DOCKET NUMBER:	CLIPPER MERGER ASSIGNMNT
NAME OF SUBMITTER:	Peter B. Bromaghim
Signature:	/peterbromaghim/
Date:	02/02/2010
Total Attachments: 3 source=Clipper Windpower, Inc. Cert Ownership Merger (10473966)#page1.tif source=Clipper Windpower, Inc. Cert Ownership Merger (10473966)#page2.tif source=Clipper Windpower, Inc. Cert Ownership Merger (10473966)#page3.tif	

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"CLIPPER WINDPOWER TECHNOLOGY, INC.", A DELAWARE CORPORATION,

WITH AND INTO "CLIPPER WINDPOWER, INC." UNDER THE NAME OF "CLIPPER WINDPOWER, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2009, AT 5:35 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2009, AT 5 O'CLOCK P.M.

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

3372609 8100M

091147360

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7746717

DATE: 01-08-10

TRADEMARK
REEL: 004142 FRAME: 0184

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
CLIPPER WINDPOWER TECHNOLOGY, INC., A DELAWARE CORPORATION
INTO
CLIPPER WINDPOWER, INC., A DELAWARE CORPORATION**

Pursuant to Section 253 of the Delaware General Corporation Law

Clipper Windpower, Inc. (the "Corporation"), a corporation organized and existing under the Delaware General Corporation Law (the "DGCL"), does hereby certify that:

FIRST: Clipper Windpower Technology, Inc., a Delaware corporation, was incorporated on June 1, 2001, pursuant to the DGCL and is existing thereunder.

SECOND: The Corporation was incorporated on March 23, 2001, pursuant to DGCL and is existing thereunder.

THIRD: The Corporation owns of record one hundred percent (100%) of the outstanding shares of the common stock of Clipper Windpower Technology, Inc. (the "Shares"), the Shares being the only stock of Clipper Windpower Technology, Inc.

FOURTH: By unanimous written consent dated as of December 22, 2009, the Board of Directors of the Corporation adopted the resolutions attached as Exhibit A hereto providing for the merger (the "Merger") of Clipper Windpower Technology, Inc. with and into the Corporation, which resolutions have not been amended or rescinded and are in full force and effect.

FIFTH: The Corporation shall be the surviving corporation in the Merger and from and after the time of the Merger, the name of the surviving corporation shall continue to be "Clipper Windpower, Inc."

SIXTH: The Certificate of Incorporation of the Corporation immediately prior to the effective time of the Merger shall be the Certificate of Incorporation of the surviving corporation.

SEVENTH: By written Consent dated December 22, 2009 pursuant to Section 228 of the DGCL, the sole stockholder of the corporation approved the Merger.

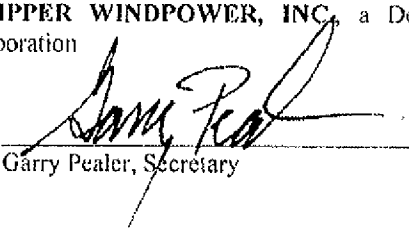
EIGHTH: This Certificate of Ownership and Merger shall be effective on December 31, 2009.

[Signature appears on the following page.]

IN WITNESS WHEREOF, said Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer, on the 20th day of December 2009.

CLIPPER WINDPOWER, INC, a Delaware corporation

By


Garry Pealer, Secretary