

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Railpower, LLC		04/01/2011	LIMITED LIABILITY COMPANY: KENTUCKY
RECEIVING PARTY DATA			
Name:	Ecopower Hybrid Systems Inc.		
Street Address:	9995 Avenue de Catania, Local G.		
City:	Brossard, QC		
State/Country:	CANADA		
Postal Code:	J4Z 3V7		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3578594	ECOCRANE	
CORRESPONDENCE DATA			
Fax Number:	(859)252-0779		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	859-252-0889		
Email:	warren@iplaw1.net		
Correspondent Name:	Warren D. Schickli, Esq.		
Address Line 1:	247 North Broadway		
Address Line 2:	King & Schickli, PLLC		
Address Line 4:	Lexington, KENTUCKY 40507		
ATTORNEY DOCKET NUMBER:	1504-009 T		
DOMESTIC REPRESENTATIVE			
Name:			
Address Line 1:			

CH \$40.00 3578594

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**TRADEMARK
 REEL: 004513 FRAME: 0652**

Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:

Warren D. Schickli

Signature:

/Warren D. Schickli/

Date:

04/01/2011

Total Attachments: 4

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ASSIGNMENT

This Assignment, dated April 1, 2011, is from Railpower, LLC, a Kentucky Limited Liability Company, having an address of 101 R.J. Corman Drive, Nicholasville, KY 40340 ("ASSIGNOR") to ECOPOWER HYBRID SYSTEMS INC., a Canadian Corporation having an address of 9995 Avenue de Catania, Local G, Brossard, QC Canada J4Z 3V7 ("ASSIGNEE");

WHEREAS, ASSIGNOR is the owner of U.S. Trademark Registration No. 3,578,594 for the Mark ECOCRANE and Design (the "Mark"), registered on February 24, 2009, and the goodwill of the business symbolized thereby in connection with the goods and services on which the Mark is used;

WHEREAS, ASSIGNOR has not abandoned the Mark, has continued use of the Mark in commerce, and has otherwise maintained the validity of the Mark and registration therefor;

WHEREAS, ASSIGNOR desires to assign, convey, and transfer to ASSIGNEE all of its right, title, and interest in and to the Mark and all rights in the registration thereof; and

WHEREAS, ASSIGNEE is desirous of acquiring the rights in and to the Mark, and all residual rights in the registration thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, ASSIGNOR hereby assigns, conveys, and transfers to

ASSIGNEE all of ASSIGNOR'S right, title, and interest of whatever kind in and to the Mark, together with (1) the goodwill of the business symbolized by the Mark; (2) all income, royalties, and damages hereafter due or payable to ASSIGNOR with respect to the Mark, including without limitation, damages and payments for past or future infringements and misappropriations of the Mark; and (3) all rights to sue for past, present and future infringements or misappropriations of the Mark.

ASSIGNOR further covenants that it will execute all documents, papers, forms and authorizations and take all other actions that may be necessary for securing, completing, or vesting in ASSIGNEE full right, title, and interest in the Mark and the registration thereof.

ASSIGNOR has duly executed this Assignment, as of the day and year written above.

The undersigned represent that he or she has the authority to bind the ASSIGNOR.

ASSIGNOR
Railpower, LLC

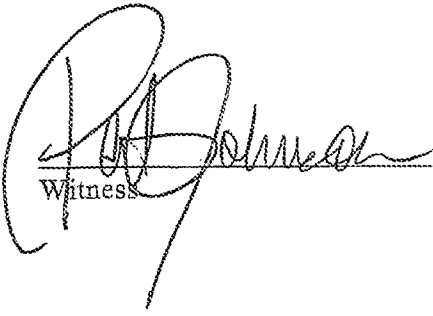
Signature: Michael L Wester

Printed Name: Michael L Wester

Title: VP Operations

WITNESSED in Nicholasville, KY
this 1st day of April, 2011

Wm. E. Henderson, III
Witness


Witness

ACKNOWLEDGMENT

ASSIGNEE, EcoPower Hybrid Systems Inc., hereby acknowledges the assignment to it of the Mark and registration identified herein and the goodwill attached to the Mark and the registrations thereof. The undersigned represents that he or she has the authority to bind ASSIGNEE.

ASSIGNEE

EcoPower Hybrid Systems Inc.

Signature: Michael L. Wester

Printed Name: Michael L. Wester

Title: VP Operations

Date: 4/1/11