

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
HYDROGENICS CORPORATION		10/27/2009	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	7188501 CANADA INC.
Street Address:	5985 McLaughlin Road
City:	Mississauga, Ontario
State/Country:	CANADA
Postal Code:	L5R 1B8
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	76197722	FCATS
Serial Number:	78179231	H2X
Serial Number:	76110029	HYDROGENICS
Serial Number:	78539473	HYLYZER
Serial Number:	76372499	HYPM
Serial Number:	77208884	HYPX
Serial Number:	78503703	HYSTAT

CORRESPONDENCE DATA

Fax Number: (612)332-9081
 Phone: 612.332.5300
 Email: cmanthie@merchantgould.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Andrew S. Ehard
 Address Line 1: P.O. BOX 2910
 Address Line 2: Merchant & Gould P.C.

OP \$190.00 76197722

900202167

**TRADEMARK
 REEL: 004623 FRAME: 0457**

Address Line 4: MINNEAPOLIS, MINNESOTA 55402-0910

ATTORNEY DOCKET NUMBER:

7933.719US01

DOMESTIC REPRESENTATIVE

Name: Andrew S. Ehard

Address Line 1: P.O. Box 2910

Address Line 2: Merchant & Gould P.C.

Address Line 4: Minneapolis, MINNESOTA 55402-0910

NAME OF SUBMITTER:

Andrew S. Ehard

Signature:

/Andrew S. Ehard/

Date:

09/15/2011

Total Attachments: 5

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TRADE-MARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is made and entered into as of October 27, 2009 (“Effective Date”).

WHEREAS HYDROGENICS CORPORATION, a Canadian corporation the full post office address of whose principal office or place of business is 5985 McLaughlin Road, Mississauga Ontario, Canada L5R 1B8 (“Assignor”), is the owner of the trade-marks, the trade-mark applications and the trade-mark registrations set out in Schedule “A” (the “Trade-Marks”);

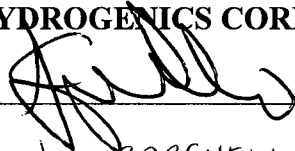
AND WHEREAS 7188501 CANADA INC., a Canadian corporation the full post office address of whose principal office or place of business is 5985 McLaughlin Road, Mississauga Ontario, Canada L5R 1B8 (“Assignee”), is desirous of acquiring the whole right, title and interest in and to the Trade-Marks, together with the goodwill associated with the Trade-Marks, and the goodwill of the business associated with the Trade-Marks, including all rights to sue for past, present and future infringements of the Trade-marks;

NOW, THEREFORE, for the sum of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which Assignor hereby acknowledge, Assignor confirms that it has sold, assigned, transferred and set over, and does sell, assign, transfer and set over to Assignee, as of the Effective Date, all of Assignor’s right, title, property, interest and benefit in and to the Trade-Marks, together with the goodwill associated with the Trade-Marks, and the goodwill of the business associated with the Trade-Marks, including all rights to sue for past, present and future infringements of the Trade-marks;

Assignor will, upon request of Assignee and without further consideration but at the expense of the Assignee, provide to Assignee, Assignee’s successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all affidavits, declarations, oaths, samples, exhibits, specimens, assignments, powers of attorney or other documentation), reasonably requested by Assignee to more fully and effectively carry out the purposes of this Assignment, including, without limitation, with respect to the following: (1) the preparation and prosecution of any application for registration, or any application for renewal of a registration, relating to any of the rights assigned herein; (2) the prosecution or defense of any interference, opposition, infringement or other proceedings that may arise in connection with any of the rights assigned herein, including, without limitation, testifying as to any facts relating to the Trade-Marks and this Assignment; (3) obtaining any trade-mark protection relating to rights assigned herein that Assignee reasonably may deem appropriate that may be secured under the laws now or hereafter in any jurisdiction in the world; and (4) in the implementation or perfection of this Assignment.

IN WITNESS WHEREOF Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives.

HYDROGENICS CORPORATION



By: JOE CARGNELLI

Title: CHIEF TECHNOLOGY OFFICER

7188501 CANADA INC.



By: JOE CARGNELLI

Title: CHIEF TECHNOLOGY OFFICER

Schedule A

COUNTRY	APPLICATION No.	REGISTRATION No.	MARK
Canada	1068164	575040	HYDROGENICS
Canada	1068165	575194	FCAVS
Canada	1068166	575195	FCATS
Canada	1113096	672743	HYSTAT
Canada	1113097	621036	HYPM
Canada	1113098	667462	HYUPS
Canada	1139337	640840	H2X
Canada	1139338	637752	IMPACT
Canada	1139339	597857	HYPOR
Canada	1225313	646281	HYWARE
Canada	1229779	725306	HYLYZER
Canada	1244370	663111	HYAL
Canada	1333462	708755	HYPX
China	5541218		Chinese Character (HYDROGENICS) (Class 9)
China	5541219		Chinese Character (HYDROGENICS) (Class 11)
China	5541220		Chinese Character (HYDROGENICS) (Class 12)
China	5541221		Chinese Character (HYDROGENICS) (Class 35)
China	5541222		Chinese Character (HYDROGENICS) (Class 37)
China	5541223		Chinese Character (HYDROGENICS) (Class 42)
European Community	2047983	2047983	FCAVS

European Community	2048023	2048023	FCATS
European Community	2048189	2048189	HYDROGENICS
European Community	2602704	2602704	HYUPS
European Community	2602712	2602712	HYPM
European Community	2919157	2919157	H2X
European Community	2919173	2919173	HYPOR
European Community	4131074	4131074	HYFUEL
European Community	4235461	4235461	HYLYZER
European Community	4274189	4274189	HYWARE
European Community	6066088	6066088	HYPX
India	1334338	1334338	HYDROGENICS
Japan	2004-117638	4921281	HYDROGENICS
Japan	2007-66171	5123575	HYPX
United States of America	76/110029	2703555	HYDROGENICS
United States of America	76/197722	2828870	FCATS
United States of America	76/372479	3162979	HYUPS
United States of America	76/372499	2828341	HYPM
United States of America	77/208884	3655265	HYPX

United States of America	78/179231	3155965	H2X
United States of America	78/503703	3146605	HYSTAT
United States of America	78/539249	3152902	HYWARE
United States of America	78/539473		HYLYZER