

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
UTC Power Corporation	FORMERLY UTC Power, LLC	02/25/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	ClearEdge Power Corporation		
Street Address:	195 Governor's Highway		
City:	South Windsor		
State/Country:	CONNECTICUT		
Postal Code:	06074		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3305661	PURE CELL	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	860-727-2329		
Email:	maryjane.williams@clearedgepower.com		
Correspondent Name:	Mary-Jane Williams		
Address Line 1:	195 Governor's Highway		
Address Line 2:	Legal Dept.		
Address Line 4:	South Windsor, CONNECTICUT 06074		
NAME OF SUBMITTER:	Jennifer Adamy, General Counsel		
Signature:	/jennifer adamy/		
Date:	05/23/2013		

Total Attachments: 16

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Delaware

PAGE 1

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 AMENDMENT OF "UTC POWER CORPORATION", CHANGING ITS NAME FROM "UTC POWER CORPORATION" TO "CLEAREEDGE POWER CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2013, AT 2:32 O'CLOCK P.M.

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

2888666 8100

130223127




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0240826

DATE: 02-26-13

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

TRADEMARK
REEL: 005034 FRAME: 0245

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That at a meeting of the Board of Directors of UTC Power Corporation resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholder of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED: that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "FIRST" so that, as amended, said Article shall be and read as follows:

FIRST: The name of the Corporation is:

ClearEdge Power Corporation

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the corporation has caused this certificate to be signed this 22nd day of February, 2013

UTC Power Corporation

ClearEdge Power, Inc. its sole stockholder



Authorized Officer

Name: Jennifer Adamy

Title: Vice President and Assistant Secretary

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "UTC POWER CORPORATION" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE TWENTY-FOURTH DAY OF APRIL, A.D. 1998, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE FIRST DAY OF MAY, A.D. 1998.

CERTIFICATE OF MERGER, FILED THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2000, AT 4 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF NOVEMBER, A.D. 2000, AT 12:01 O'CLOCK A.M.


CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "INTERNATIONAL FUEL CELLS, LLC" TO "UTC FUEL CELLS, LLC", FILED THE TWENTY-SEVENTH DAY OF NOVEMBER, A.D. 2001, AT 2 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF

2888666 8100H

101158372




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8406280

DATE: 12-07-10

You may verify this certificate online
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TRADEMARK
REEL: 005034 FRAME: 0247

Delaware

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The First State

DECEMBER, A.D. 2001.

CERTIFICATE OF MERGER, FILED THE TWENTY-FIRST DAY OF
DECEMBER, A.D. 2006, AT 6:05 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY,
A.D. 2007, AT 12:01 O'CLOCK A.M.

CERTIFICATE OF CONVERSION, CHANGING ITS NAME FROM "UTC FUEL
CELLS, LLC" TO "UTC POWER CORPORATION", FILED THE TWENTY-FIRST
DAY OF DECEMBER, A.D. 2006, AT 6:56 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF
JANUARY, A.D. 2007, AT 12:02 O'CLOCK A.M.

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-FIRST DAY OF
DECEMBER, A.D. 2006, AT 6:56 O'CLOCK P.M.

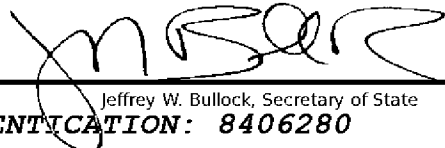
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF INCORPORATION IS THE FIRST DAY OF
JANUARY, A.D. 2007, AT 12:02 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID
CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE
AFORESAID CORPORATION, "UTC POWER CORPORATION".

2888666 8100H

101158372




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8406280

DATE: 12-07-10

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

TRADEMARK
REEL: 005034 FRAME: 0248

CERTIFICATE OF FORMATION

OF

International Fuel Cells, LLC

1. The name of the limited liability company is International Fuel Cells, LLC.
2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.
3. This Certificate of formation shall be effective on May 1, 1998

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Formation of International Fuel Cells, LLC this Twenty-Fourth day of April, 1998.

s/ Jean Kerrigan

Jean Kerrigan, Organizer

(DEL. - LLC 3239 - 3/7/95)
CT System

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REEL: 005034 FRAME: 0249

CERTIFICATE OF MERGER

merging

ONSI Corporation

with and into

International Fuel Cells, LLC

Pursuant to Section 18-209 of the Limited Liability Company Act of the State of Delaware

International Fuel Cells, LLC ("IFC LLC"), a Delaware limited liability company, does hereby certify as follows:

FIRST: The name and the state of organization of each of the constituent entities to the merger are as follows:

<u>Name</u>	<u>State of Organization</u>
ONSI Corporation.	Maryland
International Fuel Cells, LLC	Delaware

SECOND: An Agreement and Plan of Merger between the constituent entities to the merger (the "*Agreement of Merger*") has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with Section 18-209 of the Limited Liability Company Act of the State of Delaware.

THIRD: The name of the surviving company in the merger is International Fuel Cells, LLC (the "*Surviving Company*").

FOURTH: The Certificate of Formation of IFC LLC, at the effective time of the merger, shall be the Certificate of Formation of the Surviving Company.

FIFTH: The Agreement of Merger and Articles of Merger are on file at the principal place of business of the Surviving Company in the town of South Windsor, Connecticut. The address of the principal place of business of the Surviving Company is 195 Governor's Highway, in the town of South Windsor, Connecticut, 06074. The address of the registered office and registered agent of the Surviving Company in Delaware is The Corporation Trust Company, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801.

SIXTH: A copy of the Agreement of Merger will be furnished by the Surviving Company, on request and without cost, to any member or shareholder of either constituent entity.

SEVENTH: The merger of the constituent entities shall become effective at 12:01 A.M. on November 1, 2000.

IN WITNESS WHEREOF, International Fuel Cells, LLC has caused the Certificate of Merger to be executed in its name as of October 25, 2000.

International Fuel Cells, LLC

By: William T. Miller
Name: William T. Miller
Title: President

CERTIFICATE OF AMENDMENT
OF
INTERNATIONAL FUEL CELLS, LLC

1. The name of the limited liability company is International Fuel Cells, LLC.

2. The Certificate of Formation of the limited liability company is hereby amended as follows:

(set forth amendment(s))
The name of the limited liability company shall be changed to UTC Fuel Cells, LLC.

3. This Certificate of Amendment shall be effective on December 1, 2001.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of International Fuel Cells, LLC this 26th day of November 2001.



William T. Miller
President

CERTIFICATE OF MERGER

OF

UTC POWER, LLC, a Delaware limited liability company

with and into

UTC FUEL CELLS, LLC, a Delaware limited liability company

The undersigned limited liability company organized and existing under and by virtue of the Limited Liability Company Act of the State of Delaware does hereby certify:

FIRST: That the names and states of formation or incorporation of each of the constituent business entities participating in the merger are as follows:

(i) **UTC Power, LLC**, a limited liability company organized and existing under the laws of the State of Delaware; and

(ii) **UTC Fuel Cells, LLC**, a limited liability company organized and existing under the laws of the State of Delaware.

SECOND: That an Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by written consent of each of the constituent business entities in accordance with the requirements of Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: That the surviving domestic limited liability company is UTC Fuel Cells, LLC (the "**Surviving Company**").

FOURTH: That the Certificate of Formation of UTC Fuel Cells, LLC shall be the Certificate of Formation of the Surviving Company until further amended or changed in accordance with the terms thereof and pursuant to the provisions of the Delaware Limited Liability Company Act.

FIFTH: The merger shall become effective at 12:01 a.m. on January 1, 2007.

SIXTH: That the executed Agreement and Plan of Merger among the constituent business entities is on file at the office of the Surviving Company, the address of which is as follows:

UTC Fuel Cells, LLC
195 Governor's Highway
South Windsor, CT 06074

SEVENTH: That a copy of the Agreement and Plan of Merger will be furnished by the Surviving Company, on request and without cost, to any member of either constituent business entity.

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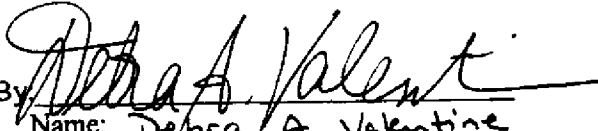
IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be signed by its duly authorized officer.

Dated: December 21, 2006

UTC FUEL CELLS, LLC

United Technologies Corporation,

Its: Sole Member

By: 
Name: Debra A. Valentine
Title: Secretary

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:56 PM 12/21/2006
FILED 06:56 PM 12/21/2006
SRV 061177662 - 2888666 FILE

CERTIFICATE OF CONVERSION
OF
A LIMITED LIABILITY COMPANY TO A CORPORATION

(UTC Fuel Cells, LLC, a Delaware limited liability company, to
UTC Power Corporation, a Delaware corporation)

Under Section 265 of the Delaware General Corporation Law and Section 18-216 of the Delaware Limited Liability Company Act:

It is hereby certified that:

1. The entity, a limited liability company organized under the laws of the State of Delaware, was formed on or about *APRIL 24 1998*.
2. The name of the entity immediately prior to the filing of this Certificate of Conversion is "UTC Fuel Cells, LLC."
3. The name of the corporation as set forth in its Certificate of Incorporation filed concurrently with this Certificate of Conversion in the office of the Secretary of State of Delaware is "UTC Power Corporation."
4. This Certificate of Conversion shall become effective at 12:02 a.m. on January 1, 2007.

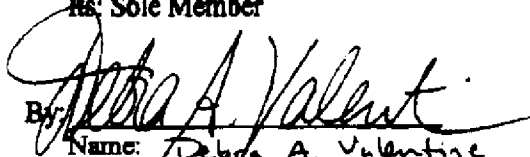
[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 21st day of December, 2006.

UTC FUEL CELLS, LLC

United Technologies Corporation,

Its: Sole Member

By: 

Name: Debra A. Valentine

Authorized Person

CERTIFICATE OF INCORPORATION
OF
UTC POWER CORPORATION

The undersigned incorporator hereby forms a corporation (the "Corporation") by the conversion to a corporation of UTC Fuel Cells, LLC under the Delaware General Corporation Law, as amended from time to time (the "General Corporation Law").

FIRST: The name of the Corporation is:

UTC Power Corporation

SECOND: The address of the Corporation's registered office in the State of Delaware is The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware, 19801. The name of its registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law.

FOURTH: The number of shares of stock which the Corporation shall have authority to issue is TWENTY THOUSAND (20,000) shares of Common Stock, \$0.01 par value per share.

FIFTH: The name and address of the incorporator is:

James O'Connor
195 Governor's Highway
South Windsor, CT 06074

SIXTH: The board of directors of the Corporation is expressly authorized to make, alter or repeal the bylaws of the Corporation, but the stockholders may make additional bylaws and may alter or repeal any bylaw whether adopted by them or otherwise.

SEVENTH: Elections of directors need not be by written ballot except and to the extent provided in the bylaws of the Corporation.

EIGHTH: No director of the Corporation shall be personally liable to the Corporation or to any of its stockholders for monetary damages for breach of fiduciary duty as a director; provided, however, that to the extent required from time to time by applicable law, this Article EIGHTH shall not eliminate or limit the liability of a director, (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law, or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Article EIGHTH shall apply to or

have any effect on the liability or alleged liability of any director for, or with respect to, any acts or omissions of such director occurring prior to the effective date of such amendment or repeal.

NINTH: 1. The Corporation shall, to the fullest extent permitted by the General Corporation Law, indemnify each person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was, or has agreed to become, a director or officer of the Corporation, or is or was serving, or has agreed to serve, at the request of the Corporation, as a director, officer or trustee of, or in a similar capacity with, another corporation, partnership, joint venture, trust, limited liability company or other enterprise (including any employee benefit plan), or by reason of any action alleged to have been taken or omitted in such capacity, against all expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by or on behalf of an indemnified person in connection with such action, suit or proceeding and any appeal therefrom.

2. The Corporation shall not indemnify any person seeking indemnification in connection with a proceeding (or part thereof) initiated by such person unless the initiation thereof was approved by the board of directors of the Corporation.

3. Expenses incurred by a director or officer in defending a proceeding shall be paid by the Corporation in advance of the final disposition of such proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall be ultimately determined that such director or officer is not entitled to be indemnified by the Corporation as authorized by the General Corporation Law.

4. The indemnification rights provided in this Article shall inure to the benefit of the heirs, executors and administrators of the director or officer. No amendment to or repeal of this Article NINTH shall apply to or have any effect on any right or protection of any director or officer occurring prior to the effective date of such amendment or repeal. The indemnification provided for herein shall not be deemed exclusive of any other rights to indemnification, whether under the Bylaws or any agreement, by vote of shareholders or disinterested directors or otherwise.

TENTH: The Corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by the laws of the State of Delaware, and all rights herein conferred are granted subject to this reservation.

ELEVENTH: This Certificate shall be effective at 12:02 a.m. on January 1, 2007.

The undersigned incorporator hereby acknowledges that the foregoing certificate of incorporation is his or her act and deed and that the facts stated therein are true.

Dated at South Windsor, Connecticut, this 21st day of December, 2006


James O'Connor
Sole Incorporator