

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM331364

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
BASF Fuel Cell, Inc.		09/24/2013	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BASF Fuel Cell LLC		
<b>Street Address:</b>	100 Park Avenue		
<b>City:</b>	Florham Park		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	07932		
<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>	
<b>Registration Number:</b>	2335073	E-TEK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2129537201		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	212.415.9200		
<b>Email:</b>	ny.trademark@dorsey.com		
<b>Correspondent Name:</b>	Sarah M. Robertson		
<b>Address Line 1:</b>	Dorsey & Whitney LLP		
<b>Address Line 2:</b>	51 West 52nd Street		
<b>Address Line 4:</b>	New York, NEW YORK 10019-6119		
<b>ATTORNEY DOCKET NUMBER:</b>	475405-00001		
<b>NAME OF SUBMITTER:</b>	Sarah M. Robertson		
<b>SIGNATURE:</b>	/smr/		
<b>DATE SIGNED:</b>	02/06/2015		
<b>Total Attachments: 5</b>			
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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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "BASF FUEL CELL, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BASF FUEL CELL, INC." TO "BASF FUEL CELL LLC", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2013, AT 4:02 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 2013, AT 12:15 O'CLOCK A.M.

3828345 8100V

131123042



You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0767220

DATE: 09-26-13

TRADEMARK  
REEL: 005454 FRAME: 0884

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM  
BASF FUEL CELL, INC.  
TO  
BASF FUEL CELL LLC  
PURSUANT TO SECTION 18-214 OF THE LIMITED LIABILITY ACT

This Certificate of Conversion to Limited Liability Company, dated as of September 24, 2013, is being duly executed and filed by an authorized person, to convert BASF Fuel Cell, Inc. (the "Corporation") to a Delaware limited liability company, under the Delaware Limited Liability Company Act (Del. Code Ann. Tit. 6, §§ 18-101 *et. seq.*) (the "Act") and the General Corporation Law of the State of Delaware (Del. Code Ann. Tit. 8, §§101, *et. seq.*) (the "DGCL").

1. The Corporation filed its original certificate of incorporation with the Secretary of State of the State of Delaware on July 13, 2004.
2. The name of the Corporation immediately prior to the filing of this Certificate of Conversion to Limited Liability Company was BASF Fuel Cell, Inc..
3. The name of the limited liability company formed into which the Corporation shall be converted as set forth in its Certificate of Formation is BASF Fuel Cell LLC.
4. The conversion of the Corporation to a limited liability company shall be effective on September 30, 2013 at 12:15 a.m.
5. The conversion of the Corporation to a limited liability company has been approved in accordance with the provisions of Section 266 of the DGCL and Section 18-214 of the Act.
6. When the Corporation has been converted to a Delaware limited liability company pursuant to Section 18-214 of the Delaware Limited Liability Company Act and to Section 266 of the General Corporation Law of the State of Delaware, the limited liability company will, for all purposes of the laws of the State of Delaware, be the same entity as the converting Corporation. For all purposes of the laws of the State of Delaware, the rights, privileges, powers and interest in property of the converting Corporation, as well as the debts, liabilities and duties of the Corporation, will not, as a consequence of the conversion, be transferred to the Delaware limited liability company; the converting Corporation will not wind up its affairs or pay its liabilities and distribute its assets; the conversion will not constitute a dissolution of the Corporation; and the conversion will constitute a continuation of the existence of the converting Corporation in the form of a Delaware limited liability company.

IN WITNESS WHEREOF, the undersigned has executed and filed this Certificate of Conversion as of the date first above written.

**BASF FUEL CELL LLC**

By: Julie Wong  
Julie Wong  
Authorized Person for the LLC

# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "BASF FUEL CELL LLC" FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2013, AT 4:02 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 2013, AT 12:15 O'CLOCK A.M.

3828345 8100V

131123042

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0767220

DATE: 09-26-13

TRADEMARK  
REEL: 005454 FRAME: 0887

STATE of DELAWARE  
LIMITED LIABILITY COMPANY  
CERTIFICATE of FORMATION  
Of  
BASF FUEL CELL LLC

This Certificate of Formation of BASF Fuel Cell LLC ("LLC"), dated as of September 24, 2013, is being duly executed and filed by Julie Wong, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (Del. Code Ann. Tit. 6, §§ 18-201).


**FIRST.** The name of the limited liability company formed hereby is BASF Fuel Cell LLC.

**SECOND.** 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, 19801. The name of its registered agent at such address is The Corporation Trust Company.

**THIRD.** The formation of the limited liability company shall be effective on September 30, 2013 at 12:15 a.m.

**IN WITNESS WHEREOF**, the undersigned has executed and filed this Certificate of Formation as of the date first above written.

By:

  
Julie Wong  
Authorized Person for the LLC