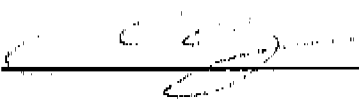


CONFIRMATION OF TRANSFER OF TRADEMARK GOODWILL

In the Declaration of Assignment attached hereto as Exhibit A, BALLARD POWER SYSTEMS INC., a Canadian corporation, having an address of 9000 Glenlyon Parkway, Burnaby, British Columbia V5J 5J8 Canada (hereinafter referred to as "Assignor") assigned the mark NEXA and U.S. Registration No. 2,735,201 to HELIOCENTRIS FUEL CELLS AG, a German corporation, having an address of Rudower Chaussee 29, 12489 Berlin, Germany (hereinafter referred to as "Assignee").

Assignor and Assignee hereby confirm that the attached Declaration of Assignment included all of Assignor's right, title and interest in, to and under said mark and said registration together with the goodwill of the business symbolized by said mark as of the effective date of the attached Declaration of Assignment.

BALLARD POWER SYSTEMS INC.

By: 

Name: Dr. Christopher Gray
Chief Technology Officer

Title: _____

Approved by
Contract Administration

HELIOCENTRIS FUEL CELLS AG

By: 

Name: Dr. H. Gold / Dr. A. Rosztényi

Title: CEO / CFO

Exhibit A

ÜBERTRAGUNGSERKLÄRUNG

DECLARATION OF ASSIGNMENT

Ich/Wir,

I/We, the undersigned

Ballard Power Systems Inc.
9000 Glenlyon Parkway
Burnaby, B. C.,
CANADA V5J 5J8

habe(n) die
US-Markte

have assigned the
US-Trademark

2735201

auf

to

Heliocentris Fuel Cells AG
Rudower Chaussee 29
12489 Berlin

Übertragen und ich/Wir bewillige(n) hiermit die
Umschreibung der amtlichen Unterlagen auf
den Namen der/des Erwerbtor(s)(in).

and I/we herewith consent to the recording of the
name(s) of the Assignee(s) in the official files.

.....
Burnaby, BC, Canada, this 25 day of March, 2009
(Place, Date)

Glenn Kumoi
.....
Christopher Guzy
.....
(Ballard Power Systems Inc.)¹

Name des Unterzeichners/ name of signee¹): Glenn Kumoi¹
Stellung / occupation¹): VP Human Resources & Chief Legal Officer¹
Name des Unterzeichners/ name of signee²): Christopher Guzy²
Stellung / occupation²): VP Operations & Chief Technology Officer²

ANNAHMEERKLÄRUNG

DECLARATION OF ACCEPTANCE

Ich/Wir habe(n) die vorgenannte Übertragung
angenommen.

I/we have accepted the above assignment.

Berlin, 9.4.09
.....
(Place, Date)

Henrik Gellert *Andros Gatzert*
.....
(Heliocentris Fuel Cells AG)¹

Name des Unterzeichners/ name of signee¹): *Henrik Gellert* *Andros Gatzert*
Stellung / occupation¹): *CEO* *CEO*¹

* Bitte in Druckbuchstaben schreiben / Please write in block letters!