

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM385159

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
QUANTUM FUEL SYSTEMS TECHNOLOGIES WORLDWIDE, INC.		05/10/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	DOUGLAS ACQUISITIONS LLC		
Street Address:	125 E SIR FRANCIS DRAKE BLVD STE 400		
City:	LARKSPUR		
State/Country:	CALIFORNIA		
Postal Code:	94939		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	4045582	Q DRIVE	
Registration Number:	4474965	Q	
Registration Number:	4401730	Q-LITE	
CORRESPONDENCE DATA			
Fax Number:	2067577700		
<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>			
Phone:	206.757.8189		
Email:	seatm@dwt.com,priyankamenon@dwt.com		
Correspondent Name:	Hugh McCullough		
Address Line 1:	1201 Third Avenue, Suite 2200		
Address Line 4:	Seattle, WASHINGTON 98101		
ATTORNEY DOCKET NUMBER:	91125-9		
NAME OF SUBMITTER:	Hugh McCullough		
SIGNATURE:	/Hugh McCullough/		
DATE SIGNED:	05/20/2016		
Total Attachments: 9			
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NOTICE AND CONFIRMATION OF GRANT OF
SECURITY INTEREST IN PATENTS AND TRADEMARKS

This NOTICE AND CONFIRMATION OF GRANT OF SECURITY INTEREST IN PATENTS AND TRADEMARKS (the "Agreement"), dated as of May 10, 2016, is made by QUANTUM FUEL SYSTEMS TECHNOLOGIES WORLDWIDE, INC. (the "Grantor"), in favor of DOUGLAS ACQUISITIONS LLC (the "Secured Party"), who are each parties to the Credit Agreement and the Security Agreement (both defined below). Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement, including its preamble and recitals, have the meanings provided or provided by reference in the Credit Agreement and the Security Agreement (each as defined below).

WHEREAS, the Grantor and Lender have entered into that certain Superpriority Debtor-in-Possession Credit Agreement, dated as of March 22, 2016 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement"); and

WHEREAS, in connection with the Credit Agreement, the Grantor and Secured Party have executed and delivered a Superpriority Debtor-in-Possession Security Agreement, dated as of March 29, 2016 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement"), in favor of the Secured Party; and

WHEREAS, pursuant to the Security Agreement, the Grantor granted to the Secured Party a security interest in all of its Intellectual Property Collateral, including the Patents and Trademarks; and

WHEREAS, the Grantor has duly authorized the execution, delivery and performance of this Agreement;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and other financial accommodations to the Grantor pursuant to the Credit Agreement, the Grantor agrees, for the benefit of the Secured Party, as follows:

SECTION 1. Confirmation of Grant of Security Interest. Grantor hereby confirms that, pursuant to the Security Agreement, it has granted to, and does hereby grant to, the Secured Party, a security interest in all of the Patents and Trademarks of Grantor (including, without limitation, those items listed on Schedule I and Schedule II hereto), now owned or hereafter acquired, and to the extent not otherwise included, all proceeds and products of any and all of the Patents and Trademarks, as collateral security for the prompt and complete payment and performance when due (whether at the stated maturity, by acceleration or otherwise) of the Obligations of Grantor.

SECTION 2. Purpose. This Agreement has been executed and delivered by Grantor for the purpose of recording the grant of security interest with the United States Patent and Trademark Office. This Agreement is expressly subject to the terms and conditions of the Security Agreement. The Security Agreement (and all rights and remedies of the Secured Party thereunder) shall remain in full force and effect in accordance with its terms.

SECTION 3. Acknowledgment. Grantor does hereby further acknowledge and affirm that the rights and remedies of the Secured Party with respect to the security interest in the Patents and Trademarks are more fully set forth in the Credit Agreement and the Security Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein. In the event of a conflict between this Agreement and the Security Agreement, the provisions of the Security Agreement shall prevail.

SECTION 4. Counterparts. This Agreement may be executed in counterparts, including by fax transmission or other electronic transmission capable of authentication, each of which when so executed and delivered shall be an original, but all of which shall together constitute one and the same agreement.


* * *

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IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed, all as of the date first written above.

GRANTOR:

QUANTUM FUEL SYSTEMS
TECHNOLOGIES WORLDWIDE, INC.

By: 
W. Brian Olson
President and Chief Executive Officer

Acknowledged and Accepted:

SECURED PARTY:

DOUGLAS ACQUISITIONS LLC

By: 
Tim McGaw
President

**SCHEDULE 1
PATENTS AND PATENT APPLICATIONS**

See attached

QUANTUM TECHNOLOGIES - PATENT PORTFOLIO AS OF MARCH 25, 2016

Title	Filed	Granted	Country Description	Status Description	Application No.	Patent No.
SYSTEM AND METHOD FOR STORING HYDROGEN	12/14/2000	10/21/2003	United States	Granted	09/738,276	6,634,321
ADVANCED ALUMINUM ALLOYS FOR HYDROGEN STORAGE	2/12/2002	4/27/2004	United States	Granted	10/076,026	6,726,892
GASEOUS FUEL INJECTOR	9/17/1999	12/19/2000	United States	Granted	09/397,726	6,161,783
GASEOUS FUEL INJECTION	10/20/2000		China	Granted	00130695.2	1306952
GASEOUS FUEL INJECTOR	9/27/2000	7/27/2005	European Patent Convention	Granted	00308464.7	1193387
GASEOUS FUEL INJECTOR	9/27/2000		Hong Kong	Granted	2107248.3	HK1047155
GASEOUS FUEL INJECTOR	9/27/2000	7/27/2005	Belgium	Granted	003084647	1193387
GASEOUS FUEL INJECTOR	9/27/2000	7/27/2005	Germany	Granted	003084647	60021578.4
GASEOUS FUEL INJECTOR	9/27/2000	7/27/2005	Spain	Granted	003084647	1193387
GASEOUS FUEL INJECTOR	9/27/2000	7/27/2005	France	Granted	003084647	1193387
GASEOUS FUEL INJECTOR	9/27/2000	7/27/2005	Great Britain	Granted	003084647	1193387
GASEOUS FUEL INJECTOR	9/27/2000	7/27/2005	Italy	Granted	003084647	1193387
GASEOUS FUEL INJECTOR	9/27/2000	7/27/2005	Netherlands	Granted	003084647	1193387
DUAL FUEL INJECTOR	9/11/1997	3/30/1999	United States	Granted	08/927,190	5,887,799
CONTROL MODULE FOR NATURAL GAS FUEL SUPPLY FOR A VEHICLE	8/15/1998	3/28/2000	United States	Granted	09/134,777	6,041,762
SELF-BALANCING POPPET	6/10/2004	5/29/2007	United States	Granted	10/865,961	7,222,836
TANK SEAL	9/23/2005	11/23/2010	United States	Granted	11/234,556	7,837,054
TANK SEAL	9/23/2005		China	Granted	200580031432.8	699255
BROAD TURNDOWN RATIO TRACTION DRIVE (USA)	2/25/2010	7/31/2012	United States	Granted	12/712,877	8,232,750

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QUANTUM TECHNOLOGIES - PATENT PORTFOLIO AS OF MARCH 25, 2016

Title	Filed	Granted	Country Description	Status Description	Application No.	Patent No.
INTEGRITY PROTECTION FOR PRESSURIZED BI-DIRECTIONAL SYSTEMS	11/13/2009	12/4/2012	United States	Granted	12/618,651	8,322,357
LEAK MITIGATION FOR PRESSURIZED BI-DIRECTIONAL SYSTEMS (USA)	11/13/2009	7/10/2012	United States	Granted	12/618,606	8,215,331
LEAK MITIGATION FOR PRESSURIZED BI-DIRECTIONAL SYSTEMS (USA) (continuation of 8,215,331)	4/11/2012	11/12/2013	United States	Granted	13/444,397	8,578,958
TRANSPORTABLE HYDROGEN REFUELING STATION (CANADA)	1/21/2004		CA	Granted	2,513,745	2,513,745
TRANSPORTABLE HYDROGEN REFUELING STATION (JAPAN)	1/21/2004		JP	Granted	2006-502920	4607093
SAFETY WARNING & SHUTDOWN DEVICE AND METHOD FOR HYDROGEN STORAGE CONTAINERS (USA)	12/21/2006	1/11/2011	United States	Granted	11/614,936	7,868,775
SAFETY WARNING AND SHUTDOWN DEVICE AND METHOD FOR HYDROGEN STORAGE CONTAINERS (EUROPE)	12/21/2006		EP	Pending	06848046.6	
SAFETY WARNING AND SHUTDOWN DEVICE AND METHOD FOR HYDROGEN STORAGE CONTAINERS (INDIA)	12/21/2006		IN	Pending	2344/KOLNP/2008	
HIGH PRESSURE STORAGE DEVICE AND METHOD (USA)	5/19/2009	8/27/2013	United States	Granted	12/468,736	8,517,206
HIGH PRESSURE STORAGE DEVICE AND METHOD (EU)	3/28/2012		EP	Pending	10778155.1	
ORBITAL DEVICE WITH STOWABLE MOUNT (PCT)	2/3/2011	11/19/2013	United States	Granted	12/931,600	8,584,573
Breather Layer for Exhausting Permeate From Pressure Vessels	9/10/2013	12/8/2015	United States	Granted	13,979,531	9,205,373

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QUANTUM TECHNOLOGIES - PATENT PORTFOLIO AS OF MARCH 25, 2016

Title	Filed	Granted	Country Description	Status Description	Application No.	Patent No.
Breather Layer for Exhausting Permeate From Pressure Vessels	11/18/2015		United States	Pending	14/941,367	
FISHTAIL PACKAGING AND COOLING (USA)	10/31/2012		United States	Published	13/664,774	
COMBINATION CHARGER AND MOTIVE POWER DEVICE (USA)	10/31/2012	9/16/2014	United States	Granted	13/665,070	8,836,289
COMBINATION CHARGER AND MOTIVE POWER DEVICE (USA) (continuation of 8,836,289)	5/23/2014	02/23/2016	United States	Granted	14/285,639	9,270,217
Combination Charger and Motive Power Device	12/28/2011		China	Pending	2011800762828.00	
Combination Charger and Motive Power Device (continuation)	12/28/2011		China	Pending		
Concentric Shells for compressed gas storage	12/14/2012	01/12/2016	United States	Granted	13/714,700	9,234,625
Concentric Shells for compressed gas storage (continuation)	12/4/2015		United States	Pending	14/960,224	
Adapterless closure assembly...	6/25/2013	11/11/2014	United States	Granted	13/926,219	8,881,932
Non-slip fuel tank bracket	10/4/2013		United States	Pending.	14/046,601	
Enhanced Compliance Verification System	9/4/2015		United States	Published	14/845,869	
Enhanced Compliance Verification System	5/21/2015		PCT	Pending	PCT/US2015/032065 (WO2015/179705)	
Tanks Forming Rack Superstructure	11/11/2015		United States		14/938,795	
Tanks Forming Rack Superstructure	05/14/2015,		PCT	Pending	PCT/US2015/030906	
Cooperating Tank Rack Superstructure	05/14/2015		PCT	Pending	PCT/US2015/030904	

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QUANTUM TECHNOLOGIES - PATENT PORTFOLIO AS OF MARCH 25, 2016

Title	Filed	Granted	Country Description	Status Description	Application No.	Patent No.
Aerodynamic and Adjustable Efficient Back of Cab Fuel Tank Housing	06/11/2015,		PCT	Pending	PCT/US2015/035421	
Composite Pressure Tank Boss Mounting with Pressure Relief	7/28/2014		United States	Pending	14/444,958	
Composite Pressure Tank Boss Mounting with Pressure Relief	7/21/15		PCT	Published	PCT/US2015/041410 WO 2016/018679	
Composite Pressure Tank Identification and Tracking				Pending	14/523,128	
Composite Pressure Tank Identification and Tracking				Pending	PCT/US2015/055395	
Damage Indicator for a Composite Pressure Tank	8/5/2014		US	Pending	14/452,434	
Damage Indicator for a Composite Pressure Tank	7/6/2015		PCT	PCT filed on July 6, 2015.	PCT/US2015/039257	
Cooling Systems and Associated Methods	5/14/2015		United States	Provisional	62/161,830	
Strap Guide and Tank Mounting Fixture - Joint w Agility	3/14/2013	11/24/2015	United States	Granted	13/829,297	9,193,261
Composite Pressure Vessel Having Internal Load Support	11/24/2015		US	Provisional	62/259940	
Composite Vessel Fire Protection System	11/24/2016		US	Provisional	62/258,978	
Seam Seal and Removable Seal System	9/23/2005	4/27/2012	Japan	Granted	2007-533647	4979582

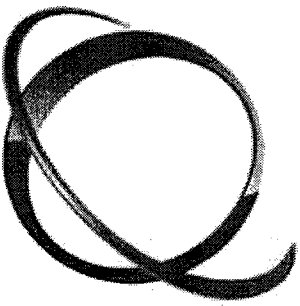
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SCHEDULE 2

TRADEMARKS AND TRADEMARK APPLICATIONS

All registered trademarks, service marks, domain names, trade dress, logos, designs, slogans, trade names, business names, corporate names and other source identifiers, and all of the foregoing for which an application for registration is pending:

Trademarks Owned:

Trademark	Reg. Number	Reg. Date	§§8/15 Date – 1 year ending:	Expiration Date
Q-Drive	4,045,582	10/25/2011	10/25/2017	10/25/2021
Q logo 	4,474,965	1/28/2014	1/28/2020	1/28/2024
Q-Lite	4,401,730	9/10/2013	9/10/2019	9/10/2023

Trademarks Used but Application Not Yet Filed:

Q-Cab ^{LITE}	Q-Cab ¹⁶⁰	Q-Cab ¹⁸⁰
Q-Rail ^{LITE}	Q-VP ⁶⁵⁰	