

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
Xantrex International		09/29/2008	a partnership of Barbados:

RECEIVING PARTY DATA

Name:	Schneider Electric Services International SAS
Street Address:	5 Place du Champ de Mars
City:	Brussels
State/Country:	BELGIUM
Postal Code:	1050
Entity Type:	a Belgium corporation:

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	2372222	COMBI
Registration Number:	3282545	EASY SHUNT
Registration Number:	1989079	FLEET POWER
Registration Number:	1688895	HEART INTERFACE
Registration Number:	2400393	PROSINE
Registration Number:	2140930	PROWATT
Registration Number:	2322730	
Registration Number:	2787957	SMART CHOICE FOR POWER
Registration Number:	3224051	SMART CHOICE FOR POWER
Registration Number:	2139071	STATPOWER
Registration Number:	2754797	STORE4POWER
Registration Number:	2884562	SUN TIE
Registration Number:	2746440	TRACE
Registration Number:	1727302	TRACE ENGINEERING

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Registration Number:	2644976	TRUECHARGE
Registration Number:	3334410	XANBUS
Registration Number:	2018986	XANTREX
Registration Number:	3311748	XANTREX
Registration Number:	2623069	XPOWER
Serial Number:	78593457	XPOWER

CORRESPONDENCE DATA

Fax Number: (415)576-0300
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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Email: mas@townsend.com
Correspondent Name: Townsend and Townsend and Crew LLP
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Address Line 4: San Francisco, CALIFORNIA 94111

ATTORNEY DOCKET NUMBER: 80568

DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER: Mark A. Steiner

Signature: /Mark A. Steiner/

Date: 11/04/2008

Total Attachments: 5

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ASSIGNMENT

THIS ASSIGNMENT is made the 29th day of September, 2008.

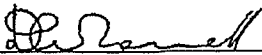
WHEREAS, Xantrex International (the "Assignor"), a partnership of Barbados, whose full post office address is Suite No. 3, Stafford House, The Garrison, St. Michael, Barbados, is the owner of the trademarks listed in Schedule A (the "Trademarks") hereto and for which applications for registration have been filed and/or registrations obtained as listed therein;

AND WHEREAS, Schneider Electric Services International SAS, (the "Assignee"), a company incorporated under the laws of Belgium, whose full post office address is 5 Place du Champ de Mars, 1050 Brussels, Belgium, is desirous of acquiring said applications and registrations.

NOW THEREFORE, in consideration of [REDACTED] (the "Purchase Price"), and other good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor does hereby assign and transfer all of its right, title and interest in and to the said trademarks, and the goodwill attaching thereto; and the said applications and registrations to the Assignee. The Purchase Price is intended by the parties to represent the fair market value of the Trademarks at the time of transfer and is based on the parties' best estimate of such value. If the Assignor and Assignee agree that the estimated Purchase Price is not equal to the actual fair market value of the Trademarks as of the date of assignment and transfer, the Purchase Price shall be increased or decreased to such amount so that the purchase price paid by the Assignee to the Assignor for the Trademarks shall be equal to the fair market value at the time of assignment and transfer of the Trademarks. Any adjustment required hereunder shall be made as of the time of transfer and the parties agree to make all necessary or desirable adjustments in that regard.

IN WITNESS WHEREOF, the Assignor has caused these presents to be executed under the hands of its duly authorized officer at BRIDGETOWN, BARRADOS this 29th day of September, 2008.

Xantrex International, by its Managing Partner
Xantrex International SRL

By: 

Name: DAVE WORRELL

Title: MANAGER & SECRETARY

THE ASSIGNMENT herein transferring ownership of the trademarks, and the applications and registrations listed in Schedule A, is accepted by the Assignee as of the 29th day of September, 2008.

Schneider Electric Services International SAS

By: 

Name: BLANC Vanessa

Title: SVP Finance & Treasury

SCHEDULE A

Trademark	Country	Application No.	Registration No.
COMBI	United States	75/606,300	2,372,222
EASY SHUNT	China	4884885	---
EASY SHUNT	Europe	004621488	004621488
EASY SHUNT	Taiwan	94047195	01207008
EASY SHUNT	United States	78/744,013	3,282,545
FLEET POWER	United States	74/554,563	1,989,079
HEART INTERFACE	United States	74/187,182	1,688,895
PROSINE	United States	75/260577	2,400,393
PROWATT	United States	75/260,572	2,140,930
PROWATT 1500 TRADE DRESS DESIGN	United States	75/273,095	2,322,730
SMART CHOICE FOR POWER	Australia	1036348	1036348
SMART CHOICE FOR POWER	China	4450784	---
SMART CHOICE FOR POWER	Dominican Republic	2005-4000	147553
SMART CHOICE FOR POWER	India	1328024	---
SMART CHOICE FOR POWER	New Zealand	723463	---
SMART CHOICE FOR POWER	United States	76/262,423	2,787,957
SMART CHOICE FOR POWER	United States	78/673,863	3,224,051
STATPOWER	United States	75/260,571	2,139,071
STORE4POWER	United States	75/904,494	2,754,797
SUN TIE	United States	76/052,458	2,884,562
TRACE	Europe	002599892	002599892
TRACE	United States	76/394,533	2,746,440
TRACE ENGINEERING	United States	74/250,992	1,727,302
TRUECHARGE	United States	75/863,202	2,644,976
VESTA	United States	76/086,743	2,630,030
XANBUS	Europe	003594058	003594058
XANBUS	United States	78/421,545	3,334,410
XANTREX	Australia	1036349	1036349
XANTREX	China	4738050	4738050
XANTREX	China	4450783	4450783
XANTREX	Dominican Republic	2005-4002	147560
XANTREX	India	1328025	1328025
XANTREX	Europe	004464194	004464194
XANTREX	Europe	002602720	002602720

XANTREX	New Zealand	723462	723462
XANTREX	South Korea	40-2007-0014765	---
XANTREX	Taiwan	94003291	01191850
XANTREX	United States	74/726,606	2,018,986
XANTREX	United States	78/672,372	3,311,748
XPOWER	Australia	975607	975607
XPOWER	Europe	003520574	003520574
XPOWER	India	01333989	1333989
XPOWER	New Zealand	703786	703786
XPOWER	United States	76/075,643	2,623,069
XPOWER & Design	Australia	1051579	1051579
XPOWER & Design	China	4613017	---
XPOWER & Design	Europe	004391496	004391496
XPOWER & Design	India	01589265	---
XPOWER & Design	New Zealand	728126	728126
XPOWER & Design	United States	78/593,457	---