

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Notice of Grant of Security Interest in Trademarks

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Riley Power Inc.		05/27/2010	CORPORATION: MASSACHUSETTS

## RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	901 Main Street
Internal Address:	TX1-492-14-06
City:	Dallas
State/Country:	TEXAS
Postal Code:	75202
Entity Type:	national banking association: UNITED STATES

## PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	1873733	STS
Registration Number:	1695950	CCV
Registration Number:	1691363	TSV
Registration Number:	1700436	QWIKTUBE
Registration Number:	1072112	ATRITA
Registration Number:	1126342	POWER-SONIC
Registration Number:	1113994	RILEY
Registration Number:	0813451	TURBO
Registration Number:	0737912	RILEY

## CORRESPONDENCE DATA

Fax Number: (919)416-8328

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

900164128

TRADEMARK  
REEL: 004220 FRAME: 0977

OP \$240.00 1873733

Phone:	9192868041
Email:	pto_tmconfirmation@mvalaw.com
Correspondent Name:	Moore & Van Allen PLLC
Address Line 1:	430 Davis Drive
Address Line 2:	Suite 500
Address Line 4:	Morrisville, NORTH CAROLINA 27560
ATTORNEY DOCKET NUMBER:	017625-4576 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	06/09/2010
<b>Total Attachments: 4</b> source=NGSI-T Riley#page1.tif source=NGSI-T Riley#page2.tif source=NGSI-T Riley#page3.tif source=NGSI-T Riley#page4.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of May 27, 2010 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
	See Schedule 1 attached hereto.	

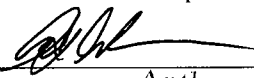
TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
	See Schedule 1 attached hereto.	

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

RILEY POWER INC.,  
a Massachusetts corporation

By:   
Name: Anthony A. Brandano  
Title: Vice President

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

RILEY POWER INC.,  
a Massachusetts corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: Bozena Janociak  
Name: Bozena Janociak  
Title: Assistant Vice President

**Schedule 1**

**Riley Power Inc.  
(Massachusetts Corporation)**

**U.S. Trademarks**

**Registered Marks**

<b>Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
STS	1873733	01/17/95
CCV	1695950	06/23/92
TSV	1691363	06/09/92
QWIKTUBE	1700436	07/14/92
ATRITA	1072112	08/30/77
POWER-SONIC	1126342	10/30/79
RILEY and Design	1113994	02/27/79
TURBO	0813451	08/23/66
RILEY	0737912	09/18/62