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TO:HOLME ROBERTS & OWEN LLP COMPANY:1700 LINCOLN STREET, SUITE 4100

CORRECTED COVER SHEET

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.107/20/2011
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TerraLUX, Inc.		07/06/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Emerald Cleantech Fund II LP		
Street Address:	495 King St. West, 2nd Fl.		
City:	Toronto, Ontario		
State/Country:	CANADA		
Postal Code:	M5V 1K4		
Entity Type:	LIMITED PARTNERSHIP: Citizenship: Guernsey		
PROPERTY NUMBERS Total: 5 General Partner for Emerald Cleantech Fund II LP is Emerald Partners II, Ltd, a Limited Partnership and its citizenship is Guernsey			
Property Type	Number	Word Mark	
Registration Number:	2889296	TERRALUX	
Registration Number:	3075962	MINISTAR2	
Registration Number:	2884434	TERRALUX LED LIGHT ENGINE	
Serial Number:	77874806	LEDSense	
Serial Number:	85136439	DYNAMIC TRANSFORMER RECOGNITION	
CORRESPONDENCE DATA			
Fax Number:	(303)866-0200		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	303.861.7000		
Email:	carol.donahue@hro.com		
Correspondent Name:	HOLME ROBERTS & OWEN LLP		
Address Line 1:	1700 Lincoln Street, Suite 4100		
Address Line 2:	attn: Carol Donahue		
Address Line 4:	Denver, COLORADO 80203		
ATTORNEY DOCKET NUMBER:	55262-00030		

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DOMESTIC REPRESENTATIVE

Name:

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Carol S. Donahue

Signature:

/Carol S. Donahue/

Date:

07/20/2011

Total Attachments: 4

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TRADEMARK GRANT OF SECURITY

WHEREAS, TerraLUX, Inc., a corporation formed under the laws of Delaware, located at 1830 Lefthand Circle, Suite B, Longmont, CO 80501 ("Grantor"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor is obligated to Emerald Cleantech Fund II LP, a Guernsey limited partnership ("Holders Representative") and various other secured parties (collectively, the "Secured Parties") pursuant to a certain Security Agreement, dated the date hereof, among Grantor, other parties named therein and Holders Representative (as amended, modified, restated or supplemented from time to time, the "Agreement"); and

WHEREAS, pursuant to the Agreement, Grantor is granting to Holders Representative for its benefit and for the ratable benefit of the Secured Parties a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor,

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Grantor does hereby grant to Holders Representative for its benefit and for the ratable benefit of the Secured Parties a security interest in and to the Marks, which security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Grantor expressly acknowledges and affirms that the rights and remedies of Holders Representative and the Secured Parties with respect to the security interest granted hereby are more fully set forth in the Agreements.

[Signature page to follow.]


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IN WITNESS WHEREOF, Grantor has caused this Trademark Grant of Security to be duly executed and delivered by its duly authorized officer as of July 6, 2011.

TerraLUX, Inc.

By: 
Name: Rob Geller
Title: Chief Executive Officer

EMERALD CLEANTECH FUND II LP,
as Holders Representative
By: ECF II Management LP, its general partner
By: Emerald Partners II Ltd, its general partner

By: _____
Name: _____
Title: _____

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IN WITNESS WHEREOF, Grantor has caused this Trademark Grant of Security to be duly executed and delivered by its duly authorized officer as of July 6, 2011.

TerraLUX, Inc.

By: _____
Name: Rob Geller
Title: Chief Executive Officer

EMERALD CLEANTECH FUND II LP,
as Holders Representative
By: ECF II Management LP, its general partner
By: Emerald Partners II Ltd, its general partner

By: _____
Name: Pascal Marleux
Title: Director

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SCHEDULE A

Schedule A to a Trademark Grant of Security.

REGISTRATION NO. OR APPLICATION NO.	MARK
2889296	TerraLUX
3075962	MiniStar2
2884434	TerraLUX LED Light Engine
77874806	LEDSense
85136439	Dynamic Transformer Recognition

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