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
Arkados, Inc.		06/24/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	STMicroelectronics, Inc.
Street Address:	750 Canyon Drive, Suite 300
Internal Address:	Mail Station 2346
City:	Coppell
State/Country:	TEXAS
Postal Code:	75019
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	77645131	WHOLE HOUSE AUDIO IN A BOX

CH $40.00 77645131

CORRESPONDENCE DATA

Fax Number: (972)732-9218
Phone: 972-732-1001
Email: docketing@slater-matsil.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Slater & Matsil, L.L.P.
Address Line 1: 17950 Preston Road, Suite 1000
Address Line 4: Dallas, TEXAS 75252

ATTORNEY DOCKET NUMBER:	ST-EPL-002TM
NAME OF SUBMITTER:	Natalie D. Swider
Signature:	/Natalie D. Swider/

Date:	09/14/2011

Total Attachments: 10
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ASSIGNMENT OF INTELLECTUAL PROPERTY RIGHTS

This Assignment of Intellectual Property Rights (this "Assignment") is dated as of June 24, 2011 (the "Effective Date"), by and among Arkados Group, Inc., a Delaware corporation ("Parent"), Arkados, Inc., a Delaware corporation ("Seller"), Arkados Wireless Technologies, Inc. ("Arkados Wireless," and collectively with Parent and Seller, the "Assignors"), and STMicroelectronics, Inc., a Delaware corporation ("Assignee"). Capitalized terms used but not defined herein shall have the meanings set forth in the Purchase Agreement (as defined below).

WHEREAS, Assignors and Assignee have entered into that certain Asset Purchase Agreement, dated as of December 23, 2010 (the "Purchase Agreement"), pursuant to which Assignee has agreed to purchase from Assignors, and Assignors have agreed to transfer to Assignee, among other things, all of Assignors' right, title and interest in and to the Intellectual Property Assets and the Intellectual Property Licenses.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor agrees as follows:

1. Certain Definitions. The following terms, when used herein, shall have the respective meanings set forth below:

"Business" means Seller's business of designing, developing and selling semiconductor products that incorporate powerline communications and networking technology and offering services relating thereto.

"Intellectual Property" means all of the following and similar intangible property and related proprietary rights, interests and protections, however arising, pursuant to the Laws of any jurisdiction throughout the world: (a) inventions, discoveries, or improvements, including patents, patent applications, and certificates of invention; (b) trade secrets, Confidential Information, know-how, and technical and engineering drawings and information; (c) indicators of source or origin, including trademarks, service marks, designs, logos, and slogans; (d) works of authorship or expression, including copyrights and moral rights; (e) data, databases, data models, and schema; (f) industrial designs and design patents; (g) computer code, including source code and object code; and (h) any other similar intellectual property, all whether or not registered or registrable; *provided, however*, that the term "Intellectual Property" shall not include any trademark other than "DIRECT TO SPEAKER" and "WHOLE HOUSE AUDIO IN A BOX."

"Intellectual Property Licenses" means all licenses, sublicenses and other agreements by or through which other Persons, including Seller's Affiliates, grant Parent, Seller or one or more of their respective subsidiaries exclusive or non-exclusive rights or interests in or to any Intellectual Property that is used in or necessary for the conduct of the Business as currently conducted.

2. Assignment. As of the Effective Date, Assignors hereby sell, assign, transfer, and convey to Assignee and its successors, assigns, and nominees all right, title, and interest worldwide in and to: (a) all Intellectual Property and all Intellectual Property Licenses that are

owned by Parent or Seller or any of their respective subsidiaries, including, without limitation, the rights set forth on Schedule A, and any embodiments, stored/recorded copies (*e.g.*, software and information on electronic media), translations, adaptations, derivations or combinations of any of the foregoing and all goodwill associated with any of the foregoing (including the common law rights therein); and (b) all rights thereunder, remedies against any past, present and/or future infringement, misappropriation or other unauthorized use thereof and rights to protection of interests therein under the applicable Laws of all jurisdictions (collectively, the "Assigned IP"). Assignee hereby accepts the foregoing assignment.

3. **Further Assurances.** The Assignors further agree to execute and deliver to the Assignee such further instruments and certificates of conveyance and transfer as the Assignee may reasonably request to convey and transfer the Assigned IP from the Assignors to the Assignee.

4. **Power of Attorney.** Assignors hereby appoint Assignee and its successors and assigns as Assignors' true and lawful attorneys with full power of substitution, in Assignors' name and stead but on behalf and for the benefit of the Assignee and its successors and assigns, to demand and receive any and all of the Assigned IP and to give receipts and releases for and in respect of the same, and any part thereof, and from time to time to institute and prosecute, at the expense and for the benefit of the Assignee and its successors and assigns, any and all proceedings at law, in equity or otherwise, or to execute such documents, that the Assignee or its successors or assigns may deem proper for the collection or reduction to possession of, or recordation of ownership to, any of the Assigned IP, or for the collection and enforcement of any claim or right of any kind hereby sold, conveyed, transferred and assigned, or intended so to be, and to do all acts and things in relation to the Assigned IP that the Assignee or its successors or assigns shall deem desirable. The foregoing powers are coupled with an interest and are and shall be irrevocable by the Assignors or by dissolution of the Assignors or in any manner or for any reason whatsoever.

5. **Governing Law.** This Agreement and the legal relations among the parties hereto shall be governed by and construed in accordance with the laws of the State of New York (without giving effect to the conflict of laws principles thereof other than Section 5-1401 of the New York General Obligations Law). The parties hereto hereby consent to the jurisdiction of the federal and New York State courts located in Manhattan (NYC) and agree that service of process by certified mail, return receipt requested, shall, in addition to any other methods permitted by applicable Law, constitute personal service for all purposes.

6. **Counterparts.** This Assignment may be executed in any number of counterparts, each of which shall be an original, but of all which together shall constitute one instrument.

7. **Conflict.** In the event of any conflicts between this Assignment and the Purchase Agreement, the terms of the Purchase Agreement shall prevail.

[Signature Page Follows]

The parties hereto have caused this Assignment to be executed and delivered as of the Effective Date.

ARKADOS, INC.

By:_____
Name: Andreas Typaldos
Title: Acting President and Chief Executive Officer

ARKADOS WIRELESS TECHNOLOGIES, INC.

By:_____
Name: Andreas Typaldos
Title: Acting President and Chief Executive Officer

ARKADOS GROUP, INC.

By:_____
Name: Andreas Typaldos
Title: Acting President and Chief Executive Officer

STMICROELECTRONICS, INC.

By:_____
Name:
Title:

By:_____
Name:
Title:

The parties hereto have caused this Assignment to be executed and delivered as of the Effective Date.

ARKADOS, INC.

By:_____
Name:
Title:

ARKADOS WIRELESS TECHNOLOGIES, INC.

By:_____
Name:
Title:

ARKADOS GROUP, INC.

By:_____
Name:
Title:

STMICROELECTRONICS, INC.

By: Geoff West
Name: GEOFF WEST
Title: VP FINANCE, CFO

By: R L K
Name: Robert Krysiak
Title: President & CEO

SCHEDULE A

CERTAIN INTELLECTUAL PROPERTY RIGHTS

1. Patents

Arkados Reference Number	*Title*	*USPTO S/N*	*PCT S/N*		*# of Claims*	*Field Improvement*	*Description*	*Competitive Value*
032	Method and System for Power Line Network Fault Detection and Quality Monitoring	6,917,888	PCT/US03/13775 2003/94765	WO	25	Uses of the Technology in Smart Grid Applications	Using the capability of a PLC device to receive and process signals, powerline quality is monitored and compared to stored signatures, to detect and locate an existing or anticipated fault, and for assessing the power transmission quality of the network.	Provides for a new service business or new product features for Smart Grid and Smart Energy products.
038	Method and System for Maximizing Data Throughput Rate in a Power Line Communications System By Modifying Payload Symbol Length	7,193,506	PCT/US03/25866 2004/17529	WO	40	Technology Throughput	Uses information about the channel quality to determine if extra data can be added to the payload part of the payload symbol. This improves the system throughput by increasing efficiency. It also teaches using narrow band carriers to carry extra data if the channel quality supports it.	Provides a method to get best in class performance.
039	Method and system for Modifying Modulation of Power Line Communications Signals for Maximizing Data Throughput Rate	7,106,177	PCT/US03/26288 2004/19505	WO	31	Technology Throughput	Channel quality sets the order of the modulation used in the transmitter and receiver to optimize throughput.	Provides a method to get best in class performance. This invention is included in the HPA AV specification. It also extends the concept further than the spec.
043	Transmitting Data in a Power Line Network Using Link Quality Assessment	6,891,796			15	Technology Throughput	The PLC selects the "gear" (devices) to communicate with based on the historical quality of the link between the nodes. It also teaches packet size optimization. Applicable to mesh.	Provides a method to get best in class performance.

045	Network-to-network adaptor for powerline communications	7,245,625	PCT/US02/24470 2003/15359	WO	25	Application Multimode and Smart Grid Networks	An adapter for controlling powerline communications where several networks can operate at the same time on the powerline, by using the same Network ID encoding.	Allows the creation of virtual PLC networks in dense housing or multiple unit apartment environments so that each home appears to have its own unique network. May become a preferred means.
046	Coupling between Powerline and Customer in Powerline Communication Systems	7,286,812	PCT/US02/26231 2003/36932	WO	20	Application Bridging BPL & In-home networks	A device and method for coupling between broadband powerline distribution systems with in-home powerline networks.	Low cost clamp-on coupler can by-pass signals around Medium-Low voltage pole transformer. Provides a safe way to roll out BPL services by avoiding direct contact with 15,000 volt line.
053	Passive optical network backhaul for powerline communications	6,844,809			15	Application Bridging	PLC BPL networks have relatively short range and require repeaters. Content can be distributed by the Head End by optical cable increasing the transmission distance. This apparatus and means couples (bridges) between Optical networks and medium/low voltage power line networks.	Likely to be a key aspect of BPL and perhaps Smart Energy roll outs.
055	Method and System for Timing Controlled Signal Transmission in a Point-to-Multipoint Powerline Communications System	7,369,579	PCT/US03/30358		23	Technology QoS	A PLC network protocol contains a timing frame that syncs nodes and indicates when the devices can communicate, how much time (BW) they are allotted. It is dynamically changeable and provides isolation between networks.	Provides a method to get best in class Quality if Service performance.
056	Highly Programmable MAC Architecture for Handling Protocols that Require Precision Timing and Demand very Short Response Times		03731089.3 - 2415 European Patent number		6	Technology Performance	Reprogrammable MAC/PHY co-processor module architecture enables flexibility and efficient/fast processing resulting in precision timing and low latencies.	Provides a method to get best in class performance.

062	Integrated Universal Network Adaptor	7,440,443	PCT/US2004/031227 S/N 04788944.9 F5	25	Technology Multi-mode	An adapter connecting simultaneously between different networks via modules and includes at least PLC and telephone modules, although Coax and others are allowed. The modules are selected based on the goal and performance. Can be pre-configured or dynamic.	General advantage is that one chip can interface to multiple types of wired networks and can also optimize home network performance of those networks. ITU-T_G.hn is working to standardize one MAC/PHY for all the wires in the home. This patent would likely to enhance the performance if a device based on the G.hn technology.
068	An Intelligent, Self-aware Powerline Conditioning and Communication Node	7,804,673 11/244,694 Pub. US-2006-0072621 A1		12	Improve Line Quality and throughput	An intelligent PLC node understands the conditions of the powerline and is able to add line-conditioning wile minimizing the negative effect on communications.	Provides a method to get best in class system performance by improving the home AC infrastructure.
069	Method and System for Audio Distribution in Installations where the use of existing wiring is preferred	7,683,777 11/281,155 Pub. US-2006-0119176 A1		20	Application	Using PLC to transmit audio over powerlines and also replaces light switches with remote controlled PLC controllers that are compatible with PLC. Bypasses light switches so loads can still communicate if switch or dimmer is in the circuit.	Potentially fundamental to home audio distribution over PLC. May provide protection for our and our customer's implementations.
073	A Networking and Multimedia Device Adapter for Mounting on Existing Power Outlets	7,830,248 11/511,666 Pub US-2007-00477573-A1 3/1/2007		25	Application	An outlet adaptor device secured within the electrical outlet, the housing of which fits around the electrical socket box. It connects components to the electrical powerline to provide multimedia, networking and/or communications capabilities.	May provide protection for our and our customer's applications and products.
076	Delay Management of presentation output system and method	7,809,452 11/361,701 Pub. US-20060242314-A1		2	Application AV playback	Teaches how to delay all the inputs by variable amounts to that they are played back in Sync.	May provide protection for our and our customer's applications and products.
203	Communicating in the presence of Periodic Microwave Noise.	6,804,496 6,347,082	This is 0 963 051, in Germany & it has an official file number 699 24 425.0. The EU Application number is EP99201570.1	2	Technology Noise Mitigation & Power Savings	Detects RF signatures for Periodic Noise, transmits in quiet times and passes information to the network.	Is an efficient means to avoid periodic/repetitive RF noise to improve network throughput. Applicable to PLC and WiFi applications. Also provides "trading" IP with other industries.

204	Shared Time Token Universal Multiple Access Network	7,486,647	Japanese Patent #4050031 Application # 2001-311379	12	Technology BW Efficiency	Recover BW between Super frames. Applies to TDMA systems.	Allows a way to increase efficiency in time slotted protocols. May apply to other protocols under development. Extends item 203. Also provides "trading" IP with other industries.
205	System employing Wideband wireless communications with super cycle detection	7,308,233	PCT/US03/032102	19	Technology Noise Mitigation & Power Savings	Similar to Periodic Noise patents but recognizes lower frequency cycles so can be more efficient	

2. Patent Applications

Arkados Reference #	*Title*	*USPTO S/N*	*PCT S/N*	*# of Claims*	*Field Improvement*	*Type*	*Description*	*Competitive Value*
031C	Method and System of channel analysis and carrier selection in OFDM and multi-carrier systems	11/899,853 published 2008-0205534 A1 on 08-28-2008		15	Technology General Enhancement to OFDM	Continuation	Uses information provided by several parts of the system to gather channel noise and signal data which are used to improve channel selection and performance. Can be done unilaterally or with other nodes.	Provides a method to get best in class performance.
036	Atomic Selfhealing Architecture	10/621,112	PCT/US03/22152	53	Technology	Utility	A common architecture for communicating node elements in a power delivery network that provides for advanced capabilities including self-healing, highly secure communications, and real-time interactions between devices. A Multi-company application.	Provides novel architecture for common elements on the power network.
052	Method and System for Media Content Data Distribution and Consumption		PCT/US02/36515 WO 2003/42858 05-22-2003	25	Technology QoS	Utility	Teaches how to sync audio streams to different devises using beacons to maintain Audio QoS in powerline communications systems	Provides a method to get best in class performance in syncing audio between and devices and rooms. May provide a protection for our, and our customer's, products.

062	Integrated Universal Network Adaptor	12/283,707 Pub. US 2009-0022175 A1		25	Technology Multi-mode	Continuation	An adapter connecting simultaneously between different networks via modules and includes at least PLC and telephone modules, although Coax and others are allowed. The modules are selected based on the goal and performance. Can be pre-configured or dynamic.	General advantage is that one chip can interface to multiple types of wired networks and can also optimize home network performance of those networks. ITU-T_G.hn is working to standardize one MAC/PHY for all the wires in the home. This patent would likely to enhance the performance if a device based on the G.hn technology.
067	System and Method for Intelligent Load Center with Integrated Power Line Communications Network Switching and management capabilities	11/128,498 Pub. US-2005-0271086 A1		13	Application Improves bandwidth per electrical branch	Utility	A powerline load center has built in filtering to allow circuit branches, such as a home theater room, to be isolated. Results in larger BW per branch.	Potentially a key patent to making new line of products that can improve network performance in rooms or apartments.
071								Abandoned in view of prior art.
075	Intelligent Audio Speaker	11/692,184 Pub.US-2008-0056507-A1 3/6/08.	PCT/US07/65306 WO 2007/12423 10/4/2007	66	Application Audio Speaker	Utility	Combines an entertainment light source and speakers into the same enclosure and they may be controlled together or independently from remote devices.	May provide protection for our and our customer's applications and products. The USPTO forgot to enter our RCE. They said they will fix it and reactivate this case.
077	System and Method for Synchronized Content Rendering in a Multi-Node Network	11/810,460 Pub. US-2008-0005350-A1		30	Technology Synchronization	Utility	Methods of how to sync multi media content using programmable buffers, timing data and/or a master time base.	May provide protection for our and our customer's applications and products.
078	Method of Using an Out-of-band Device to Program Security Keys.	12/156,832 Pub. US 2008-0307218 A1		40	Applications	Utility	Uses out of band device to program security keys, system parameters and passwords in a user friendly way.	May provide protection for our and our customer's applications and products.

080	Powerline Communications Device in Which Physical Communications Protocol Layer Operation is Dynamically Selectable	10/583,830 Pub. US-2007-0279196-A1	Japanese 2006-547357 PCT/US04/43258	11	Technology Applications	Utility	A device that can implement a variety of PLC PHYs including Wavelet-like filtered and conventional OFDM modes. Modes can be selected or auto selected by profiles or network parameters.	This allows a single chip to dynamically implement both a HomePlug OFDM Physical layer (PHY) and a Panasonic's HP_PLC Wavelet PHY in the same chip by reconfiguring the PHY. Both these PHYs are the basis for the IEEE P1901 standard. The ability to do either PHY on SoC will allow such implementation to supply both sets of customers with one low cost SoC.
081	Method and Apparatus for Distributing Powerline Communications Signals	12/657,065 61/203,625		4	Applications	Provisional Utility	Teaches how to couple PLC into Flatwire applications	May provide protection for our and our customer's applications and products. This had a missing part we were not aware of and was abandoned. We are petitioning to revive it.
202	Communications in Presence of Periodic Noise		EP App # 963051, JP #TBD	10	Technology Noise Mitigation & Power Savings	Utility	Detects the presence of period noise and predicts when to Transmit. Applicable to WiFi	Opportunity to trade IP with wireless industry.
204c								Continuation abandoned as not necessary.
205b								Abandoned this Continuation
208								Prior Art.
210	Managing Coexistence among Signaling Protocols on a Shared Medium	12/485,468 Publication 2010-0074243 A1	PCT/US09/47530	39	Technology	Utility	A means to coexist with other OFDM technologies without having to decode signals by using signal phase detection. Multi-company application.	Key technology for P1901 and ITU coexistence.

3. Trademarks

	Serial Number Reg. Number	Word Mark	Check Status	Live/Dead
1.	78806520	DIRECT TO SPEAKER	TARR	LIVE
2.	77645131	WHOLE HOUSE AUDIO IN A BOX	TARR	LIVE