

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
SAPPHIRE ENERGY, INC.		10/21/2011	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	SILICON VALLEY BANK
<b>Street Address:</b>	4370 LA JOLLA VILLAGE DRIVE, SUITE 860
<b>City:</b>	SAN DIEGO
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	92123
<b>Entity Type:</b>	CORPORATION: CALIFORNIA

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Registration Number:	3221820	RINCON
Serial Number:	85373983	PEACE LOVE ALGAE!
Serial Number:	77667145	SAPPHIRE ENERGY
Serial Number:	77711511	SAPPHIRE ENERGY
Serial Number:	77711469	SAPPHIRE ENERGY
Serial Number:	85436578	SAPPHIRE TECHNOLOGY
Serial Number:	85435662	SAPPHIRE TECHNOLOGY
Registration Number:	3260189	

**CORRESPONDENCE DATA**

Fax Number: (650)493-6811  
 Phone: 650-496-7543  
 Email: nbouch@wsgr.com  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 Correspondent Name: WSGR, c/o Nancy Bouch, Senior Paralegal

**900205603**

**TRADEMARK  
 REEL: 004648 FRAME: 0846**

**CH \$215.00 3221820**

Address Line 1: 650 Page Mill Road  
Address Line 2: FH 2-1 P10  
Address Line 4: Palo Alto, CALIFORNIA 94304

ATTORNEY DOCKET NUMBER: 6842.079

NAME OF SUBMITTER: Nancy Bouch

Signature: /s/Nancy Bouch

Date: 10/26/2011

**Total Attachments: 21**

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## INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT (as amended, amended and restated, supplemented or otherwise modified from time to time, this "*IP Security Agreement*") dated as of October 21, 2011, is made by SAPPHIRE ENERGY, INC. (the "*Grantor*") in favor of SILICON VALLEY BANK (the "*Secured Party*").

WHEREAS, in connection with the Credit Agreement, the Grantor and the other parties thereto have entered into that certain Guarantee and Collateral Agreement, dated as of October 21, 2011, in favor of the Secured Party (the "*Guarantee and Collateral Agreement*"). Terms defined in the Guarantee and Collateral Agreement and not otherwise defined herein are used herein as defined in the Guarantee and Collateral Agreement.

WHEREAS, under the terms of the Guarantee and Collateral Agreement, the Grantor has granted to the Secured Party, a security interest in, among other property, certain intellectual property of the Grantor, and has agreed as a condition thereof to execute this IP Security Agreement for recording with the U.S. Patent and Trademark Office, the United States Copyright Office and other governmental authorities.

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

**SECTION 1. Grant of Security.** The Grantor hereby grants to the Secured Party a security interest in all of the Grantor's right, title and interest in and to the following (the "*Collateral*"):

- (i) the patents and patent applications set forth in Schedule A hereto (the "*Patents*");
- (ii) the trademark and service mark registrations and applications set forth in Schedule B hereto (provided that no security interest shall be granted in United States intent-to-use trademark applications to the extent that, and solely during the period in which, the grant of a security interest therein would impair the validity or enforceability of such intent-to-use trademark applications under applicable federal law), together with the goodwill symbolized thereby (the "*Trademarks*");
- (iii) all copyrights, whether registered or unregistered, now owned or hereafter acquired by the Grantor, including, without limitation, the copyright registrations and applications and exclusive copyright licenses set forth in Schedule C hereto (the "*Copyrights*");
- (iv) all reissues, divisions, continuations, continuations-in-part, extensions, renewals and reexaminations of any of the foregoing, all rights in the foregoing provided by international treaties or conventions, all rights corresponding thereto throughout the world and all other rights of any kind whatsoever of the Grantor accruing thereunder or pertaining thereto;
- (v) any and all design rights which may be available to the Grantor now or hereafter existing, created, acquired or held;
- (vi) all licenses or other rights to use any Copyrights, Patents or Trademarks of others, and all license fees and royalties payable to the Grantor arising from use of such rights by others;

(vii) any and all claims for damages and injunctive relief for past, present and future infringement, dilution, misappropriation, violation, misuse or breach with respect to any of the foregoing, with the right, but not the obligation, to sue for and collect, or otherwise recover, such damages; and

(viii) any and all proceeds of, collateral for, income, royalties and other payments now or hereafter due and payable with respect to, and supporting obligations relating to any and all of the foregoing of or arising from any of the foregoing.

Notwithstanding any of the other provisions set forth in this Section 1 or any other Loan Document to the contrary, this IP Security Agreement shall not, at any time, constitute a grant of a Lien on any property of the Grantor that is, at such time, an Excluded Asset.

**SECTION 2. Security for Obligations.** The grant of a security interest in the Collateral by the Grantor under this IP Security Agreement (together with the other Collateral granted under the Guarantee and Collateral Agreement) secures the payment of all the Obligations now or hereafter existing under or in respect of the Loan Documents, whether direct or indirect, absolute or contingent, and whether for principal, reimbursement obligations, interest, premiums, penalties, fees, indemnifications, contract causes of action, costs, expenses or otherwise. Without limiting the generality of the foregoing, this IP Security Agreement secures, as to the Grantor, the payment of all amounts that constitute part of the Obligations and that would be owed by the Grantor to the Secured Party under the Loan Documents but for the fact that such Obligations are unenforceable or not allowable due to the existence of a bankruptcy, reorganization or similar proceeding involving a Secured Party.

**SECTION 3. Recordation.** The Grantor authorizes and requests that the Register of Copyrights, the Commissioner for Patents and the Commissioner for Trademarks and any other applicable government officer record this IP Security Agreement.

**SECTION 4. Execution in Counterparts.** This IP Security Agreement may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

**SECTION 5. Grants, Rights and Remedies.** This IP Security Agreement has been entered into in conjunction with the provisions of the Guarantee and Collateral Agreement. The parties hereby acknowledge and confirm that the grant of the security interest hereunder to, and the rights and remedies of, the Collateral Agent with respect to the Collateral are more fully set forth in the Guarantee and Collateral Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

**SECTION 6. Notices, Etc.** Any communications, including any notices, between or among the parties to this Agreement shall be given as set forth in Section 8.2 of the Guarantee and Collateral Agreement. All notices or other communications required or permitted to be given under this Agreement shall be in writing and shall be considered as properly given (a) if delivered in person; (b) if sent by overnight delivery service for inland delivery or international courier for international delivery; (c) in the event overnight delivery service or international courier service is not readily available, if mailed by first class mail (or airmail for international delivery), postage prepaid, registered or certified with return receipt requested; (d) if sent by facsimile or telecopy with transmission verified; or (e) if transmitted by electronic mail (with such transmission verified). Notice so given shall be effective upon delivery to the addressee, except that communication or notice so transmitted by facsimile or telecopy or other direct written electronic means shall be deemed to have been validly and effectively given on the day (if a Business Day and, if not, on the next following Business Day) on which it is validly transmitted if transmitted (with such transmission verified) before 2:00 p.m., recipient's time, and if transmitted after

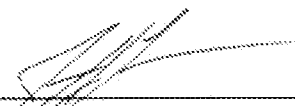
that time, on the next following Business Day; *provided*, however, that if any notice is tendered to an addressee and the delivery thereof is refused by such addressee, such notice shall be effective upon such tender. Any party has the right to change its address for notice under this Agreement to any other location by giving prior written notice to the other parties in the manner set forth hereinabove.

**SECTION 7. GOVERNING LAW. THIS IP SECURITY AGREEMENT SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE STATE OF CALIFORNIA.**

*[remainder of page intentionally left blank]*

IN WITNESS WHEREOF, the Grantor has caused this IP Security Agreement to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

**SAPPHIRE ENERGY, INC.**

By:   
Name: JAMES H. LAMRIGHT  
Title: CEO

**EXHIBIT A  
RIGHTS OF THE GRANTORS RELATING TO PATENTS**

**Issued Patents of Sapphire Energy, Inc.**

<u>Jurisdiction</u>	<u>Patent No.</u>	<u>Issue Date</u>	<u>Inventor</u>	<u>Title</u>
United Kingdom	2453648	01/05/11	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
United Kingdom	2460351	03/30/11	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
United Kingdom	2454853	07/14/10	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS

**Pending Patent Applications of Sapphire Energy, Inc**

<u>Jurisdiction</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Inventor</u>	<u>Title</u>
European Patent Application	08767983.3	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	USE OF GENETICALLY MODIFIED ORGANISMS TO GENERATE BIOMASS DEGRADING ENZYMES
European Patent Application	08767981.7	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	HIGH THROUGHPUT SCREENING OF GENETICALLY MODIFIED PHOTOSYNTHETIC ORGANISMS
Japan	2010-510358	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	HIGH THROUGHPUT SCREENING OF GENETICALLY MODIFIED PHOTOSYNTHETIC ORGANISMS
Singapore	200907975-7	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	HIGH THROUGHPUT SCREENING OF GENETICALLY MODIFIED PHOTOSYNTHETIC ORGANISMS
United States	12/156450	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield	USE OF GENETICALLY MODIFIED ORGANISMS

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			Yan Poon	DEGRADING ENZYMES
United States	12/156432	05/30/08	Bryan O'Neill Kari Mikkelson Michael Mendez Stephen Mayfield Yan Poon	HIGH THROUGHPUT SCREENING OF GENETICALLY MODIFIED PHOTOSYNTHETIC ORGANISMS
Argentina	P080103947	09/11/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
Australia	2008299020	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
China	200880114811.7	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
China	200880115332.7	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
European Patent Application	08799404.2	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
European Patent Application	08799423.2	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
United Kingdom	0910179.1	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS

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			Yan Poon	
United Kingdom	0904493.4	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
India	1624/DELNP/2010	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
India	1436/DELNP/2010	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
Japan	2010-524967	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
United States	12/207761	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
United States	12/208264	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
China	200880109773.6	10/06/08	Bryan O'Neill Kari Mikkelsen Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
European Patent Application	08836521.8	10/06/08	Bryan O'Neill Kari Mikkelsen	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS

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			Michael Mendez	PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
United Kingdom	1100928.9	10/06/08	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
India	2066/DELNP/2010	10/06/08	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
Japan	2010-528006	10/06/08	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
United States	12/560341	09/15/09	Bryan O'Neill  Kari Mikkelson  Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING VASCULAR PLANTS WITH SYNTHETIC CHLOROPLAST GENOMES
United States	12/287230	10/06/08	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
China	200880107392.4	09/17/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
European Patent Application	08832007.2	09/17/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price	METHODS OF REFINING HYDROCARBON FEEDSTOCKS

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REEL: 004648 FRAME: 0855

			Jason L. Pyle	
Japan	2010-525111	09/17/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
United States	12/212558	09/17/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
Argentina	P090102380	06/26/09	Craig Aaron Behnke Michael Mendez Philip A Lee Yan Poon	INDUCTION OF FLOCCULATION IN PHOTOSYNTHETIC ORGANISMS
China	200980124245.2	06/26/09	Craig Aaron Behnke Michael Mendez Philip A Lee Yan Poon	INDUCTION OF FLOCCULATION IN PHOTOSYNTHETIC ORGANISMS
European Patent Application	09771189.9	06/26/09	Craig Aaron Behnke Michael Mendez Philip A Lee Yan Poon	INDUCTION OF FLOCCULATION IN PHOTOSYNTHETIC ORGANISMS
United States	13/001027	06/26/09	Craig Aaron Behnke Michael Mendez Philip A Lee Yan Poon	INDUCTION OF FLOCCULATION IN PHOTOSYNTHETIC ORGANISMS
European Patent Application	08848913.3	11/12/08	Peter Bernard Heifetz Scott Franklin	PRODUCTION OF FC- FUSION POLYPEPTIDES IN EUKARYOTIC ALGAE
United States	12/777952	11/12/08	Peter Bernard Heifetz Scott Franklin	PRODUCTION OF FC- FUSION POLYPEPTIDES IN EUKARYOTIC ALGAE
PCT Application	PCT/US2010/048991	09/15/10	Alvin Aram Cho Melisa C. Low Shane Edward Hopkins Tanya Joy Shin Yan Poon	SALT TOLERANT ORGANISMS
PCT Application	PCT/US2010/048951	09/15/10	Alvin Aram Cho Melisa C. Low Shane Edward Hopkins Tanya Joy Shin Yan Poon	HERBICIDE RESISTANT ORGANISMS
United States	12/763068	04/19/10	Alexander M. Aravanis Brian Leslie Goodall Jaime E. Moreno Jason L. Pyle Michael Mendez	METHODS AND SYSTEMS FOR BIOFUEL PRODUCTION
PCT Application	PCT/US2010/048828	09/14/10	Amy C. Curran Bryan O'Neill Kyle Matthew Botsch Michael Mendez Shawn Joseph Szyjka Wendy LeVine	A SYSTEM FOR TRANSFORMATION OF THE CHLOROPLAST GENOME OF SCENEDESMUS SP. AND DUNALIELLA SP.
PCT Application	PCT/US2010/048666	09/13/10	Craig Aaron Behnke David Molina Jamie Bacher Shuiqin Wu	NOVEL ACETYL CoA CARBOXYLASES

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			Soyan Lieberman	
PCT Application	PCT/US2010/057504	11/19/10	Beth A Rasala Craig Aaron Behnke Machiko Muto Michael Mendez Philip A Lee Rosa MF Cardoso Stephen Mayfield	PRODUCTION OF THERAPEUTIC PROTEINS IN PHOTOSYNTHETIC ORGANISMS
PCT Application	PCT/US2011/023406	02/01/11	April Brand Christopher Yohn Craig Aaron Behnke Michael Mendez	STRESS-INDUCED LIPID TRIGGER
Argentina	P080103929	09/10/08	Bryan O'Neill Michael Mendez Nathaniel E. David Stephen Mayfield Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
Australia	2008260557	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	USE OF GENETICALLY MODIFIED ORGANISMS TO GENERATE BIOMASS DEGRADING ENZYMES
Australia	2008260555	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	HIGH THROUGHPUT SCREENING OF GENETICALLY MODIFIED PHOTOSYNTHETIC ORGANISMS
Brazil	PI0812042-0	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	USE OF GENETICALLY MODIFIED ORGANISMS TO GENERATE BIOMASS DEGRADING ENZYMES
Canada	2692893	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	HIGH THROUGHPUT SCREENING OF GENETICALLY MODIFIED PHOTOSYNTHETIC ORGANISMS
Israel	202303	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	USE OF GENETICALLY MODIFIED ORGANISMS TO GENERATE BIOMASS DEGRADING ENZYMES
Israel	202349	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	HIGH THROUGHPUT SCREENING OF GENETICALLY MODIFIED PHOTOSYNTHETIC ORGANISMS
India	8024/DELPN/2009	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	USE OF GENETICALLY MODIFIED ORGANISMS TO GENERATE BIOMASS DEGRADING ENZYMES
India	8022/DELNP/2009	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	HIGH THROUGHPUT SCREENING OF GENETICALLY MODIFIED PHOTOSYNTHETIC ORGANISMS

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Korea, Republic of	10-2009-7027397	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	HIGH THROUGHPUT SCREENING OF GENETICALLY MODIFIED PHOTOSYNTHETIC ORGANISMS
Mexico	MX/a/2009/012840	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	USE OF GENETICALLY MODIFIED ORGANISMS TO GENERATE BIOMASS DEGRADING ENZYMES
Mexico	MX/a/2009/012839	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	HIGH THROUGHPUT SCREENING OF GENETICALLY MODIFIED PHOTOSYNTHETIC ORGANISMS
New Zealand	581473	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	USE OF GENETICALLY MODIFIED ORGANISMS TO GENERATE BIOMASS DEGRADING ENZYMES
New Zealand	581472	05/30/08	Bryan O'Neill Michael Mendez Stephen Mayfield Yan Poon	HIGH THROUGHPUT SCREENING OF GENETICALLY MODIFIED PHOTOSYNTHETIC ORGANISMS
Australia	2008298953	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
Canada	2698801	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
Canada	2698289	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
Chile	2690-2008	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
Chile	2680-2008	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF

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				PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
Gulf Cooperation Council	2008/11698	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
Gulf Cooperation Council	2008/11702	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
Israel	204243	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
Israel	204200	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
Japan	2010-524244	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
Korea, Republic of	10-2010-7007705	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
Korea, Republic of	10-2010-7007702	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF

**TRADEMARK**

Mexico	MX/a/2010/002723	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
Mexico	MX/a/2010/002721	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
New Zealand	583701	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
New Zealand	583620	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
Singapore	201001691-3	09/10/08	Bryan O'Neill Craig Aaron Behnke Michael Mendez Philip A Lee Stephen Mayfield Su-Chiung Fang Yan Poon	MOLECULE PRODUCTION BY PHOTOSYNTHETIC ORGANISMS
Singapore	201001516-2	09/10/08	Alexander M. Aravanis Jason L. Pyle	METHODS OF PRODUCING ORGANIC PRODUCTS WITH PHOTOSYNTHETIC ORGANISMS AND PRODUCTS AND COMPOSITIONS THEREOF
Australia	2008307471	10/06/08	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
Australia	2009302889	04/08/09	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC

				CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
Canada	2698627	10/06/08	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
European Patent Application	09819530.8	04/08/09	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
Israel	204250	10/06/08	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
India	2743/DELNP/2011	04/08/09	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
Korea, Republic of	10-2010-7008929	10/06/08	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
Mexico	MX/a/2010/003157	10/06/08	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
New Zealand	583682	10/06/08	Bryan O'Neill	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS

**TRADEMARK**

**REEL: 004648 FRAME: 0861**



			Kari Mikkelson Michael Mendez	CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
Singapore	201002197-0	10/06/08	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
United States	12/384893	04/08/09	Bryan O'Neill Kari Mikkelson Michael Mendez	SYSTEM FOR CAPTURING AND MODIFYING LARGE PIECES OF GENOMIC DNA AND CONSTRUCTING ORGANISMS WITH SYNTHETIC CHLOROPLASTS
Argentina	P080103948	09/11/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
Australia	2008302339	09/17/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
Canada	2698908	09/17/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
Chile	2681-2008	09/10/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
Gulf Cooperation Council	2008/11709	09/13/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
Israel	204330	09/17/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
India	2199/DELNP/2010	09/17/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
Korea, Republic of	10-2010-7008277	09/17/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price	METHODS OF REFINING HYDROCARBON FEEDSTOCKS

			Jason L. Pyle	
Mexico	MX/a/2010/002821	09/17/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
New Zealand	583754	09/17/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
Singapore	201001754-9	09/17/08	Alexander M. Aravanis Daniel Crunkleton Geoffrey L. Price Jason L. Pyle	METHODS OF REFINING HYDROCARBON FEEDSTOCKS
Australia	2009261966	06/26/09	Craig Aaron Behnke Michael Mendez Philip A Lee Yan Poon	INDUCTION OF FLOCCULATION IN PHOTOSYNTHETIC ORGANISMS
Brazil	PI0914706-3	06/26/09	Craig Aaron Behnke Michael Mendez Philip A Lee Yan Poon	INDUCTION OF FLOCCULATION IN PHOTOSYNTHETIC ORGANISMS
Gulf Cooperation Council	2009/13784	06/27/09	Craig Aaron Behnke Michael Mendez Philip A Lee Yan Poon	INDUCTION OF FLOCCULATION IN PHOTOSYNTHETIC ORGANISMS
Israel	209814	06/26/09	Craig Aaron Behnke Michael Mendez Philip A Lee Yan Poon	INDUCTION OF FLOCCULATION IN PHOTOSYNTHETIC ORGANISMS
India	8867/DELNP/2010	06/26/09	Craig Aaron Behnke Michael Mendez Philip A Lee Yan Poon	INDUCTION OF FLOCCULATION IN PHOTOSYNTHETIC ORGANISMS
Morocco	33538	06/26/09	Craig Aaron Behnke Michael Mendez Philip A Lee Yan Poon	INDUCTION OF FLOCCULATION IN PHOTOSYNTHETIC ORGANISMS
Mexico	MX/a/2010/013917	06/26/09	Craig Aaron Behnke Michael Mendez Philip A Lee Yan Poon	INDUCTION OF FLOCCULATION IN PHOTOSYNTHETIC ORGANISMS
New Zealand	589879	06/26/09	Craig Aaron Behnke Michael Mendez Philip A Lee Yan Poon	INDUCTION OF FLOCCULATION IN PHOTOSYNTHETIC ORGANISMS
Australia	2009333461	12/08/09	Craig Aaron Behnke Richard J. Cranford Yan Poon	REMOVAL OF NITROGEN FROM A CHLOROPHYLL OR PHEOPHYTIN CONTAINING BIOMASS
European Patent Application	09836737.8	12/08/09	Craig Aaron Behnke Richard J. Cranford Yan Poon	REMOVAL OF NITROGEN FROM A CHLOROPHYLL OR PHEOPHYTIN CONTAINING BIOMASS
India	5174/DELNP/2011	12/08/09	Craig Aaron Behnke Richard J. Cranford Yan Poon	REMOVAL OF NITROGEN FROM A CHLOROPHYLL CONTAINING BIOMASS

TRADEMARK

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				CONTAINING BIOMASS
United States	13/133354	12/08/09	Craig Aaron Behnke Richard J. Cranford Yan Poon	REMOVAL OF NITROGEN FROM A CHLOROPHYLL OR PHEOPHYTIN CONTAINING BIOMASS
Australia	2008321074	11/12/08	Peter Bernard Heifetz Scott Franklin	PRODUCTION OF FC-FUSION POLYPEPTIDES IN EUKARYOTIC ALGAE
Canada	2705542	11/12/08	Peter Bernard Heifetz Scott Franklin	PRODUCTION OF FC-FUSION POLYPEPTIDES IN EUKARYOTIC ALGAE
India	3837/DELNP/2010	11/12/08	Peter Bernard Heifetz Scott Franklin	PRODUCTION OF FC-FUSION POLYPEPTIDES IN EUKARYOTIC ALGAE
Singapore	201003300-9	11/12/08	Peter Bernard Heifetz Scott Franklin	PRODUCTION OF FC-FUSION POLYPEPTIDES IN EUKARYOTIC ALGAE
Australia	2010224029	03/11/10	Michael Mendez Stephane Richard Su-Chiung Fang	ENGINEERING SALT TOLERANCE IN PHOTOSYNTHETIC MICROORGANISMS
United States	13/255878	03/11/10	Michael Mendez Stephane Richard Su-Chiung Fang	ENGINEERING SALT TOLERANCE IN PHOTOSYNTHETIC MICROORGANISMS
Australia	2009333021	12/22/09	Michael Mendez Su-Chiung Fang Yan Poon	GENETICALLY ENGINEERED HERBICIDE RESISTANT ALGAE
European Patent Application	09837013.3	12/22/09	Michael Mendez Su-Chiung Fang Yan Poon	GENETICALLY ENGINEERED HERBICIDE RESISTANT ALGAE
India	5776/DELNP/2011	12/22/09	Michael Mendez Su-Chiung Fang Yan Poon	GENETICALLY ENGINEERED HERBICIDE RESISTANT ALGAE
United States	13/142917	12/22/09	Michael Mendez Su-Chiung Fang Yan Poon	GENETICALLY ENGINEERED HERBICIDE RESISTANT ALGAE
Australia	2010239228	04/21/10	Alexander M. Aravanis Brian Leslie Goodall Craig Aaron Behnke Daniel J. Sajkowski Richard J. Cranford	METHODS OF PREPARING OIL COMPOSITIONS FOR FUEL REFINING
Canada	TBA	04/21/10	Alexander M. Aravanis Brian Leslie Goodall Craig Aaron Behnke Daniel J. Sajkowski Richard J. Cranford	METHODS OF PREPARING OIL COMPOSITIONS FOR FUEL REFINING
China	TBA	04/21/10	Alexander M. Aravanis Brian Leslie Goodall Craig Aaron Behnke Daniel J. Sajkowski Richard J. Cranford	METHODS OF PREPARING OIL COMPOSITIONS FOR FUEL REFINING
European Patent Application	10767732.0	04/21/10	Alexander M. Aravanis Brian Leslie Goodall Craig Aaron Behnke	METHODS OF PREPARING OIL COMPOSITIONS FOR FUEL REFINING

			Daniel J. Sajkowski Richard J. Cranford	FUEL REFINING
India	7073/DELNP/2011	04/21/10	Alexander M. Aravanis Brian Leslie Goodall Craig Aaron Behnke Daniel J. Sajkowski Richard J. Cranford	METHODS OF PREPARING OIL COMPOSITIONS FOR FUEL REFINING
Mexico	TBA	04/21/10	Alexander M. Aravanis Brian Leslie Goodall Craig Aaron Behnke Daniel J. Sajkowski Richard J. Cranford	METHODS OF PREPARING OIL COMPOSITIONS FOR FUEL REFINING
Singapore	TBA	04/21/10	Alexander M. Aravanis Brian Leslie Goodall Craig Aaron Behnke Daniel J. Sajkowski Richard J. Cranford	METHODS OF PREPARING OIL COMPOSITIONS FOR FUEL REFINING
United States	TBA	04/21/10	Alexander M. Aravanis Brian Leslie Goodall Craig Aaron Behnke Daniel J. Sajkowski Richard J. Cranford	METHODS OF PREPARING OIL COMPOSITIONS FOR FUEL REFINING
Brazil	TBA	03/05/10	Craig Aaron Behnke David Molina Nicole Ann Heaps	BIOFUEL PRODUCTION IN PROKARYOTES AND EUKARYOTES
European Patent Application	10751219.6	03/05/10	Craig Aaron Behnke David Molina Nicole Ann Heaps	BIOFUEL PRODUCTION IN PROKARYOTES AND EUKARYOTES
India	7027/DELNP/2011	03/05/10	Craig Aaron Behnke David Molina Nicole Ann Heaps	BIOFUEL PRODUCTION IN PROKARYOTES AND EUKARYOTES
United States	13/255888	03/05/10	Craig Aaron Behnke David Molina Nicole Ann Heaps	BIOFUEL PRODUCTION IN PROKARYOTES AND EUKARYOTES
United States	61/427160	12/24/10	Brian Leslie Goodall Geoffrey L. Price	PRODUCTION OF AROMATICS FROM RENEWABLE RESOURCES
United Kingdom	115167.7	07/26/11	Alexander M. Aravanis Richard J. Cranford Stilianos G. Roussis	PROCESS FOR THE RECOVERY OF OLEAGINOUS COMPOUNDS FROM BIOMASS
United States	61/432006	01/12/11	Alexander M. Aravanis Richard J. Cranford Stilianos G. Roussis	PROCESS FOR THE RECOVERY OF OLEAGINOUS COMPOUNDS FROM BIOMASS
United States	13/191373	07/26/11	Alexander M. Aravanis Richard J. Cranford Stilianos G. Roussis	PROCESS FOR THE RECOVERY OF OLEAGINOUS COMPOUNDS FROM BIOMASS
PCT Application	PCT/US2011/045398	07/26/11	Alexander M. Aravanis Richard J. Cranford Stilianos G. Roussis	PROCESS FOR THE RECOVERY OF OLEAGINOUS COMPOUNDS FROM BIOMASS

				COMPOUNDS FROM BIOMASS
United States	61/507072	07/12/11	Eric Becker James L. Wade Jeremy Ferrara Robert C. McBride	STERILE SUSPENSION MEDIA
United States	61/504134	07/01/11	Stilianos G. Roussis	THERMAL TREATMENT OF CRUDE ALGAE OIL AND OTHER RENEWABLE OILS FOR IMPROVED OIL QUALITY
United States	61/521687	08/09/11	Richard J. Cranford Stilianos G. Roussis	COMPOSITION OF MATTER OF EXTRACTED ALGAE OIL AND METHODS OF MAKING THE SAME
United States	61/547473	10/14/11	Robert C. McBride Craig Behnke Kyle M. Botsch Nicole A. Heaps Alex M. Aravanis Yan Xu Christopher Del Meenach	USE OF FUNGICIDES IN LIQUID SYSTEMS
United States	61/547391	10/14/11	Stilianos G. Roussis	METHODS FOR SELECTING AND OPTIMIZING ALGAE OIL UPGRADING PROCESSES AND HT GC-MS METHODS THEREFOR

**EXHIBIT B  
RIGHTS OF THE GRANTORS RELATING TO TRADEMARKS**

**Registered Trademarks of Sapphire Energy, Inc.**

<u>Jurisdiction</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Filing Date</u>	<u>Registered Owner</u>	<u>Mark</u>
United States	3,221,280 <i>820</i>	03/27/2007	10/28/2005	Sapphire Energy, Inc.	Rincon
United States	3,326,189 <i>260</i>	07/10/2007	10/25/2005	Sapphire Energy, Inc.	Rincon & Design (Three Ovals)
European Community	008472045	03/08/2010	08/04/2009	Sapphire Energy, Inc.	Sapphire Energy
European Community	008601387	05/03/2010	10/08/2009	Sapphire Energy, Inc.	Sapphire Energy & Design
European Community	008601379	05/03/2010	10/08/2009	Sapphire Energy, Inc.	Sapphire Energy & Design (Color)

**Pending Trademark Applications of Sapphire Energy, Inc.**

<u>Jurisdiction</u>	<u>Application No.</u>	<u>Filing Date</u>	<u>Applicant</u>	<u>Mark</u>
United States	85/373,983	07/18/2011	Sapphire Energy, Inc.	Peace Love Algae & Design
United States	77/667,145	02/10/2009	Sapphire Energy, Inc.	Sapphire Energy
United States	77/711,511	04/10/2009	Sapphire Energy, Inc.	Sapphire Energy & Design
United States	77/711,469	04/10/2009	Sapphire Energy, Inc.	Sapphire Energy & Design (Color)
United States	85/436,578	09/30/2011	Sapphire Energy, Inc.	Sapphire Technology
United States	85/435,662	09/29/2011	Sapphire Energy, Inc.	Sapphire Technology & Design

**Registered Trademarks and Pending Trademark Applications Licensed to Sapphire Energy, Inc.**

None

**EXHIBIT C**

**RIGHTS OF THE GRANTORS RELATING TO COPYRIGHTS**

Registered Copyrights of **Sapphire Energy, Inc.**

None

Pending Copyright Applications of **Sapphire Energy, Inc.**

None

Registered Copyrights and Pending Copyright Applications Licensed to **Sapphire Energy, Inc.**

None