

TRADEMARK ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Affidavit of Release of Security Interests		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Elliot J. Mark		11/23/2011	INDIVIDUAL: UNITED STATES
RECEIVING PARTY DATA			
Name:	Northern Power Systems, Inc.		
Street Address:	29 Pitman Road		
City:	Barre		
State/Country:	VERMONT		
Postal Code:	05641		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3246252	N	
Registration Number:	2845006	SMARTVIEW	
Registration Number:	3090563	POWERROUTER	
Registration Number:	1204288	NORTHWIND	
CORRESPONDENCE DATA			
Fax Number:	(802)862-7512		
Phone:	802-863-2375		
Email:	tmip@drm.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Lawrence H. Meier, Esq.		
Address Line 1:	199 Main Street		
Address Line 4:	Burlington, VERMONT 05401		
ATTORNEY DOCKET NUMBER:	08775-001USG1		
NAME OF SUBMITTER:	Lawrence H. Meier		

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TRADEMARK
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Signature:	/Lawrence H. Meier/
Date:	11/23/2011
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AFFIDAVIT OF RELEASE OF SECURITY INTERESTS


The undersigned, in his capacity as Vice President, General Counsel and Secretary of Northern Power Systems, Inc., formerly known as CB Wind Acquisition Corp. ("New Northern"), hereby certifies as follows:

1. In connection with financing provided by Perseus Partners VII, LP ("Perseus") to Northern Power Systems, Inc., currently known as NPS Liquidating, Inc. ("Old Northern"), Perseus recorded with the U.S. Patent and Trademark Office a security interest against certain patents and trademarks on June 8, 2007 (the "Security Interests").
2. The patents subject to the Security Interests consisted of the following: U. S. Patent Nos. 6,693,409; 7,075,192; 7,109,600; 7,119,453; 7,145,266; 7,183,665; 7,333,352; 7,345,376; 7,355,309; 7,377,750; 7,431,567; and 7,489,046 (the "Secured Patents").
3. The trademarks subject to the Security Interests consisted of the following: U.S. Trademark Serial Nos. 3,246,252; 2,845,006; 3,090,563; and 1,204,288 (the "Secured Trademarks").
4. Pursuant to an Asset Purchase Agreement approved by order of the United States Bankruptcy Court for the District of Delaware on July 18, 2008 (the "Bankruptcy Court Order"), New Northern acquired certain assets from Old Northern, including the Secured Patents and the Secured Trademarks.
5. Pursuant to the Bankruptcy Court Order, and consistent with the payment of proceeds by New Northern to Perseus and the satisfaction of other obligations set forth in the above-referenced Asset Purchase Agreement, Perseus has released its liens on Old Northern's assets, including the Secured Patents and the Secured Trademarks. Perseus has no liens on any assets of New Northern.
6. On November 22, 2011, counsel for Perseus authorized New Northern to file UCC3 termination statements to confirm the termination of Perseus' liens on any assets of Old Northern, which termination statements were filed and recorded with the Secretary of State of the State of Delaware on November 23, 2011.
7. The termination of Perseus' liens on the assets of Old Northern includes termination of the Security Interests on the Secured Patents and the Secured Trademarks.
8. Pursuant to the Bankruptcy Court Order and consistent with the satisfaction of all obligations under the above-referenced Asset Purchase Agreement and as authorized by

counsel for Perseus, the Security Interests on the Secured Patents and the Secured Trademarks have been remised, released and discharged.

IN WITNESS WHEREOF, the undersigned has executed this Affidavit of Release of Security Interests on the 23rd day of November, 2011.

NORTHERN POWER SYSTEMS, INC.

By: 

Elliot J. Mark
Vice President, General Counsel and Secretary