

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Energy Focus, Inc.,		12/27/2011	CORPORATION:

RECEIVING PARTY DATA

Name:	Rosenthal & Rosenthal, Inc.
Street Address:	1370 Broadway
City:	New York
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Serial Number:	77515013	THE NEW FIBERSTARS AN ENERGY FOCUS COMPANY
Serial Number:	77477267	E
Serial Number:	76280590	FIBERSTARS EFO
Serial Number:	77100355	ENERGY FOCUS
Serial Number:	77127574	ENLIGHTENED INNOVATION
Serial Number:	77201872	ENERGY FOCUS
Serial Number:	78283216	FIBERSTARS/FX
Serial Number:	78475200	#1 IN FIBER OPTIC LIGHTING
Serial Number:	78496607	LIGHTLY EXPRESSED
Serial Number:	76173712	JAZZ
Serial Number:	75934202	BRITECORE
Serial Number:	74161211	EVEN GLO
Serial Number:	76339346	FIBERSPOTS
Serial Number:	78752627	EFO ICE

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Serial Number:	77111938	EFO
Serial Number:	74325743	SUPERSTARS
Serial Number:	77287335	FREEDOM SWITCH
Serial Number:	74426767	FIBERTWIST

CORRESPONDENCE DATA

Fax Number: (212)308-9079

Phone: 2125080427

Email: cdorman@phillipslytle.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Christopher Dorman

Address Line 1: 437 Madison Avenue

Address Line 2: 34th Floor

Address Line 4: New York, NEW YORK 10022

NAME OF SUBMITTER:	Christopher G Dorman
Signature:	/Christopher G Dorman/
Date:	01/11/2012

Total Attachments: 4

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NOTICE OF SECURITY INTEREST

Notice is hereby given that ENERGY FOCUS, INC., a Delaware corporation, having an address at 7051 Commerce Circle, Suites B & C, Pleasanton, CA 94588 ("Debtor") has granted a security interest to Rosenthal & Rosenthal, Inc. ("Lender") having an office at 1370 Broadway, New York NY 10018 in and to all of Debtor's trademarks, including, without limitation, the trademarks listed on Exhibit A and the applications and registrations associated therewith, pursuant to an agreement between Debtor and Lender dated December 22, 2011 and as the same may be amended or supplemented from time to time.

Dated: as of December 27, 2011

ENERGY FOCUS, INC.

By:  (title)

President

By: John M Davenport

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On the 27 day of December, 2011 before me, the undersigned, personally appeared John M Davenport, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose names are subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Karen E Thomas
Notary Public

KAREN E. THOMAS
Notary Public
In and for the State of Ohio
My Commission Expires
March 9, 2015

EXHIBIT A

Trademarks

NEW FIBERSTARS LOGO (and Design)	United States	09; 11	77/515,013	03-Jul-08			Allowed	Statement of Use or 1st Extension	11-Feb-10	SOU \$1000.00/Ext \$600
WATERMARK Logo	United States	09; 11; 40; 42	77/477,267	16-May-08			Allowed	Statement of Use or 1st Extension	11-Feb-10	SOU \$1200.00/Ext \$900
FIBERSTARS EFO	United States	11	76/280,590	02-Jul-01	2,825,705	23-Mar-04	Registered	Affidavit of Use	23-Mar-10	SOU \$800.00/Ext \$400
ENERGY FOCUS	United States	09; 11; 40; 42	77/100,355	06-Feb-07			Allowed	Statement of Use or 2nd Extension	24-Mar-10	SOU \$1200.00/Ext \$900
ENLIGHTENED INNOVATION	United States	09; 11; 40; 42	77/127,574	09-Mar-07			Allowed	Statement of Use or 2nd Extension	24-Mar-10	SOU \$1200.00/Ext \$900
ENERGY FOCUS Logo	United States	09; 11; 40; 42	77/201,872	08-Jun-07			Allowed	Statement of Use or 3rd Extension	03-Aug-10	SOU \$1200.00/Ext \$900
FIBERSTARS/FX	United States	11	78/283,216	05-Aug-03	2,943,053	19-Apr-05	Registered	Affidavit of Use	19-Apr-11	USD \$1000
#1 IN FIBER OPTIC LIGHTING	United States	11	78/475,200	27-Aug-04	3,005,947	11-Oct-05	Registered	Affidavit of Use	11-Oct-11	USD \$1000
LIGHTLY EXPRESSED	United States	11	78/496,607	07-Oct-04	3,028,153	13-Dec-05	Registered	Affidavit of Use	13-Dec-11	USD \$1000
JAZZ	United States	11	76/173,712	28-Nov-00	3,051,268	24-Jan-06	Registered	Affidavit of Use	24-Jan-12	USD \$1000
BRITCORE	United States	09	75/934,202	03-Mar-00	2,553,716	26-Mar-02	Registered	Renewal/Aff of Use	26-Mar-12	USD \$1200
EVEN GLO	United States	11	74/161,211	26-Apr-91	1,688,941	26-May-92	Registered	Renewal/Aff of Use	26-May-12	USD \$1200
FIBERSPOTS	United States	09	76/339,346	15-Nov-01	2,685,811	11-Feb-03	Registered	Renewal/Aff of Use	11-Feb-13	USD \$1200

EFO ICE	United States	11	78/752,627	11-Nov-05	3,389,935	26-Feb-08	Registered	Affidavit of Use	26-Feb-14	USD \$1000
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EFO	United States	11	77/111,938	20-Feb-07	3,421,495	06-May-08	Registered	Affidavit of Use	06-May-14	USD \$1000
SUPERSTARS	United States	11	74/325,743	26-Oct-92	1,848,171	02-Aug-94	Registered	Renewal/Aff of Use	02-Aug-14	USD \$1200
FREEDOM SWITCH	United States	09	77/287,335	24-Sep-07	3,570,566	03-Feb-09	Registered	Affidavit of Use	03-Feb-15	USD \$1000
FIBERTWIST	United States	11	74/426,767	18-Aug-93	1,898,069	06-Jun-95	Registered	Renewal/Aff of Use	06-Jun-15	USD \$1200

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