

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
Vivint, Inc.	FORMERLY APX Alarm Security Solutions, Inc.	02/28/2012	CORPORATION: UTAH

**RECEIVING PARTY DATA**

Name:	Goldman Sachs Specialty Lending Group, L.P., as Collateral Agent
Street Address:	6011 Connection Drive
Internal Address:	Attn: Vivint Account Manager
City:	Irving
State/Country:	TEXAS
Postal Code:	75039
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

**PROPERTY NUMBERS Total: 51**

Property Type	Number	Word Mark
Serial Number:	85434507	VIVINT.
Serial Number:	85434497	VIVINT.
Serial Number:	85434489	VIVINT.
Serial Number:	85434480	VIVINT.
Serial Number:	85434472	VIVINT.
Serial Number:	85434465	VIVINT.
Serial Number:	85434459	VIVINT.
Serial Number:	85434454	VIVINT.
Serial Number:	85434450	VIVINT.
Serial Number:	85434443	VIVINT.
Serial Number:	85434427	VIVINT.
Serial Number:	85434417	VIVINT.
Serial Number:	85434409	VIVINT.

CH \$1290.00 85434507

Serial Number:	85434400	VIVINT.
Serial Number:	85434391	VIVINT.
Serial Number:	85434381	VIVINT.
Serial Number:	85434177	VIVINT.ENERGY
Serial Number:	85434168	VIVINT.ENERGY
Serial Number:	85434163	VIVINT.ENERGY
Serial Number:	85434160	VIVINT.ENERGY
Serial Number:	85434154	VIVINT.ENERGY
Serial Number:	85434151	VIVINT.ENERGY
Serial Number:	85434148	VIVINT.ENERGY
Serial Number:	85434146	VIVINT.ENERGY
Serial Number:	85434139	VIVINT.ENERGY
Serial Number:	85429139	CERTIFIED COLLECTIBLES GROUP
Serial Number:	85429800	VIVINT.
Serial Number:	85429796	VIVINT.
Serial Number:	85429792	VIVINT.
Serial Number:	85434788	WRITER'S BLOCK
Serial Number:	85429784	VIVINT.
Serial Number:	85429783	VIVINT.
Serial Number:	85429778	VIVINT.
Serial Number:	85429770	VIVINT.
Serial Number:	85429768	VIVINT.
Serial Number:	85429766	VIVINT.
Serial Number:	85429762	VIVINT.
Serial Number:	85429757	VIVINT.
Serial Number:	85429746	VIVINT.
Serial Number:	85429741	VIVINT.
Serial Number:	85429738	VIVINT.
Serial Number:	85429735	VIVINT.
Serial Number:	85427430	VIVINT SOLAR
Serial Number:	85427427	VIVINT SOLAR
Serial Number:	85427422	VIVINT SOLAR
Serial Number:	85427420	VIVINT SOLAR
Serial Number:	85427413	VIVINT SOLAR
Serial Number:	85427404	VIVINT SOLAR

	85427400	VIVINT SOLAR
Serial Number:	85427393	VIVINT SOLAR
Serial Number:	85427389	VIVINT SOLAR

**CORRESPONDENCE DATA**

Fax Number: (404)888-4190  
 Phone: 4048884267  
 Email: dcorey@hunton.com  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 Correspondent Name: Hunton & Williams LLP  
 Address Line 1: 600 Peachtree Street NE, Suite 4100  
 Address Line 2: Attn: Deborah Corey  
 Address Line 4: Atlanta, GEORGIA 30308-2216

ATTORNEY DOCKET NUMBER:	65740.000020
NAME OF SUBMITTER:	Deborah Corey
Signature:	/Deborah Corey/
Date:	03/02/2012

Total Attachments: 11  
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## TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT (this “**Agreement**”) is made and entered into as of February 28, 2012, by VIVINT, INC. (f/k/a APX ALARM SECURITY SOLUTIONS, INC.), a Utah corporation (“**Grantor**”), in favor of GOLDMAN SACHS SPECIALTY LENDING GROUP, L.P., as Collateral Agent under the Credit Agreement described below (in such capacity, “**Collateral Agent**”).

### W I T N E S S E T H:

WHEREAS, pursuant to that certain Credit and Guaranty Agreement, dated as of May 11, 2006, by and among Grantor, the other Credit Parties party thereto from time to time, the Lenders party thereto from time to time, and the Agents party thereto from time to time (as amended, amended and restated, supplemented or otherwise modified from time to time (including, without limitation, by that certain Fourth Amended and Restated Credit and Guaranty Agreement, dated as of February 28, 2012), the “**Credit Agreement**”), Lenders have agreed to make Loans to Grantor; and

WHEREAS, Lenders are willing to make the Loans as provided for in the Credit Agreement, but only upon the condition, among others, that Grantor shall have executed and delivered to Collateral Agent, for itself and the ratable benefit of Lenders, the Pledge and Security Agreement; and

WHEREAS, pursuant to the Pledge and Security Agreement, Grantor is required to execute and deliver this Agreement;

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

1. **Defined Terms.** All capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Credit Agreement.

2. **Grant of Security Interest in Trademark Collateral.** To secure the prompt and complete repayment and performance of the Obligations under the Credit Agreement and other Credit Documents, Grantor hereby grants to Collateral Agent, on behalf of the Secured Parties, a continuing first priority security interest in all of Grantor’s right, title and interest in, to and under the following, whether presently existing or hereafter created or acquired (collectively, the “**Trademark Collateral**”): (a) all of its Trademarks (as defined in the Pledge and Security Agreement) and Trademark Licenses (as defined in the Pledge and Security Agreement) to which it is a party including, without limitation, those referred to on Schedule 1 hereto; (b) all reissues, continuations or extensions of the foregoing; (c) all goodwill of the business connected with the use of, and symbolized by, each Trademark and each Trademark License; and (d) all products and proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present or future: (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License, and (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License.

3. **Pledge and Security Agreement.** The security interests granted pursuant to this Agreement are granted in conjunction with the security interests granted to Collateral Agent, on behalf of the Secured Parties, pursuant to the Pledge and Security Agreement. Grantor hereby acknowledges and affirms that the rights and remedies of Collateral Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Pledge and Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

4. **Counterparts.** This Agreement may be executed in multiple counterparts (any of which may be delivered by facsimile or electronic mail in portable document format), each of which shall constitute an original and all of which taken together shall constitute one and the same Agreement.

[signatures appear on the following page]

IN WITNESS WHEREOF, Grantor has caused this Agreement to be executed and delivered by its duly authorized representative as of the date first set forth above.

GRANTOR:

VIVINT, INC.

By: *Christopher A. Black*  
Name: Christopher A. Black  
Title: Chief Financial Officer

**ACKNOWLEDGMENT OF GRANTOR**

STATE OF UTAH)

COUNTY OF Utah ) ss.

On this 24<sup>th</sup> day of September, 2012, before me personally appeared Christopher A. Black, who proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of VIVINT, INC., and who being duly sworn by me did depose and say that (i) such person is an authorized officer of VIVINT, INC., (ii) such instrument was signed on behalf of VIVINT, INC., and (iii) such person acknowledged such instrument to be the free act and deed of VIVINT, INC.

*Kara Bankhead*  
Notary Public

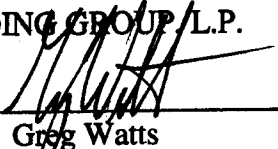
[Notarial Seal]



ACCEPTED AND ACKNOWLEDGED BY:

COLLATERAL AGENT:

GOLDMAN SACHS SPECIALTY  
LENDING GROUP L.P.

By:   
Name: Greg Watts  
Title: Senior Vice President

Signature Page

Trademark Security Agreement  
37966310

TRADEMARK  
REEL: 004728 FRAME: 0318

Schedule 1  
to  
Trademark Security Agreement

TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

MARK AND GOODS/SERVICES	SERIAL NO.	FILING DATE
<p><b>vivint.</b></p> <p>Class 45 – Monitoring of building control, security and automation systems; Monitoring HVAC systems; Monitoring of energy management systems; Monitoring burglar, trouble fire and/or security alarm systems; Monitoring of door locking systems; Monitoring of CCTV and video cameras</p>	85/434,507	August 28, 2011
<p><b>vivint.</b></p> <p>Class 42 – Energy metering and monitoring services; Water, electricity and natural gas services</p>	85/434,497	August 28, 2011
<p><b>vivint.</b></p> <p>Class 39 – Distribution and sale of water and energy, including electricity and natural gas</p>	85/434,489	August 28, 2011
<p><b>vivint.</b></p> <p>Class 37 – Installation and maintenance of building control, security and automation systems; Installation and maintenance of HVAC systems; Installation and maintenance of energy management systems; Installation and maintenance of burglar, trouble, security and/or fire alarms; Installation and maintenance of lighting systems; Installation and maintenance of door locking systems that are controlled through an alarm system panel; Installation and maintenance of CCTV and video cameras</p>	85/434,480	August 28, 2011
<p><b>vivint.</b></p> <p>Class 35 – Sales of building control, security and automation systems; Sales of HVAC systems; Sales of energy management systems; Sales of burglar, trouble, security and/or fire alarms; Sales of lighting system controls; Sales of door locking systems including those which are controlled through an alarm system panel; Sales of CCTV and video cameras</p>	85/434,472	August 28, 2011
<p><b>vivint.</b></p> <p>Class 28 – Sporting good, toys</p>	85/434,465	August 28, 2011

Schedule 1

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**TRADEMARK**  
**REEL: 004728 FRAME: 0319**




MARK AND GOODS/SERVICES	SERIAL NO.	FILING DATE
<p><b>vivint.</b></p> <p>Class 26 – Buckles, belt buckles</p>	85/434,459	August 28, 2011
<p><b>vivint.</b></p> <p>Class 25 – Clothing, tee shirts, caps</p>	85/434,454	August 28, 2011
<p><b>vivint.</b></p> <p>Class 21 – Beverageware</p>	85/434,450	August 28, 2011
<p><b>vivint.</b></p> <p>Class 20 – Key Chains</p>	85/434,443	August 28, 2011
<p><b>vivint.</b></p> <p>Class 18 – Luggage, backpacks, bags</p>	85/434,427	August 28, 2011
<p><b>vivint.</b></p> <p>Class 16 – Writing implements, printer materials, signs</p>	85/434,417	August 28, 2011
<p><b>vivint.</b></p> <p>Class 11 – Energy management systems; Energy generation systems; Climate control systems; Lighting systems; Building control systems; Water treatment systems; Utility meters</p>	85/434,409	August 28, 2011
<p><b>vivint.</b></p> <p>Class 9 – Audio recordings and video recordings featuring promotional and instructional information for building control, alarm and interaction systems; Computer programs for building control, alarm and interaction systems; Bags and backpacks specifically designed for holding computers; Electrical and electronic building control human input/output interfaces, fire, burglar and trouble alarms for residential and commercial buildings; Lighting systems; Energy management systems; Energy metering systems; Video cameras and systems; Lock systems; HVAC systems</p>	85/434,400	August 28, 2011
<p><b>vivint.</b></p> <p>Class 8 – Tools, screw drivers</p>	85/434,391	August 28, 2011






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**TRADEMARK**  
**REEL: 004728 FRAME: 0320**

MARK AND GOODS/SERVICES	SERIAL NO.	FILING DATE
 Class 6 – Awards, plaques, trophies	85/434,381	August 28, 2011
VIVINT.ENERGY Class 45 – Monitoring of building control, security and automation systems; Monitoring HVAC systems; Monitoring of energy management systems; Monitoring burglar, trouble fire and/or security alarm systems; Monitoring of door locking systems; Monitoring of CCTV and video cameras	85/434,177	August 28, 2011
VIVINT.ENERGY Class 42 – Energy metering and monitoring services; Water, electricity and natural gas services	85/434,168	August 28, 2011
VIVINT.ENERGY Class 39 – Distribution and sale of water and energy, including electricity and natural gas	85/434,163	August 28, 2011
VIVINT.ENERGY Class 37– Installation and maintenance of building control, security and automation systems; Installation and maintenance of HVAC systems; Installation and maintenance of energy management systems; Installation and maintenance of burglar, trouble, security and/or fire alarms; Installation and maintenance of lighting systems; Installation and maintenance of door locking systems that are controlled through an alarm system panel; Installation and maintenance of CCTV and video cameras	85/434,160	August 28, 2011
VIVINT.ENERGY Class 35– Sales of building control, security and automation systems; Sales of HVAC systems; Sales of energy management systems; Sales of burglar, trouble, security and/or fire alarms; Sales of lighting system controls; Sales of door locking systems including those which are controlled through an alarm system panel; Sales of CCTV and video cameras	85/434,154	August 28, 2011
VIVINT.ENERGY Class 25 – Clothing, tee shirts, caps	85/434,151	August 28, 2011
VIVINT.ENERGY Class 16 – Writing implements, printer materials, signs	85/434,148	August 28, 2011
VIVINT.ENERGY Class 11 – Energy management systems; Energy generation systems; Climate control systems; Lighting systems; Building control systems; Water treatment systems; Utility meters	85/434,146	August 28, 2011




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MARK AND GOODS/SERVICES	SERIAL NO.	FILING DATE
<p><b>VIVINT.ENERGY</b>            Class 9 – Audio recordings and video recordings featuring promotional and instructional information for building control, alarm and interaction systems; Computer programs for building control, alarm and interaction systems; Bags and backpacks specifically designed for holding computers; Electrical and electronic building control human input/output interfaces, fire, burglar and trouble alarms for residential and commercial buildings; Lighting systems; Energy management systems; Energy metering systems; Video cameras and systems; Lock systems; HVAC systems</p>	85/434,139	August 28, 2011
 <p>Class 45 – Monitoring of building control, security and automation systems; Monitoring HVAC systems; Monitoring of energy management systems; Monitoring burglar, trouble fire and/or security alarm systems; Monitoring of door locking systems; Monitoring of CCTV and video cameras</p>	85/429,800	August 22, 2011
 <p>Class 42 – Energy metering and monitoring services; Water, electricity and natural gas services</p>	85/429,796	August 22, 2011
 <p>Class 39 – Distribution and sale of water and energy, including electricity and natural gas</p>	85/429,792	August 22, 2011
 <p>Class 37 – Installation and maintenance of building control, security, and automation systems; installation and maintenance of HVAC systems; installation and maintenance of energy management systems; installation and maintenance of burglar, trouble, security and/or fire alarms; installation and maintenance of lighting systems; installation and maintenance of door locking systems that are controlled through an alarm system panel; installation and maintenance of CCTV and video cameras</p>	85/434,788	August 22, 2011
 <p>Class 35 – Sales of building control, security and automation systems; Sales of HVAC systems; Sales of energy management systems; Sales of burglar, trouble, security and/or fire alarms; Sales of lighting system controls; Sales of door locking systems including those which are controlled through an alarm system panel; Sales of CCTV and video cameras</p>	85/429,784	August 22, 2011

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MARK AND GOODS/SERVICES	SERIAL NO.	FILING DATE
 Class 28 – Sporting goods, toys	85/429,783	August 22, 2011
 Class 26 – Buckles, belt buckles	85/429,778	August 22, 2011
 Class 25 – Clothing, tee shirts, caps	85/429,770	August 22, 2011
 Class 21 – Beverageware	85/429,768	August 22, 2011
 Class 20 – Key chains	85/429,766	August 22, 2011
 Class 18 – Luggage, backpacks, bags	85/429,762	August 22, 2011
 Class 16 – Writing implements, printer materials, signs	85/429,757	August 22, 2011
 Class 11 – Energy management systems; Energy generation systems; Climate control systems; Lighting systems; Building control systems; Water treatment systems; Utility meters	85/429,746	August 22, 2011

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MARK AND GOODS/SERVICES	SERIAL NO.	FILING DATE
 <p>Class 9 – Audio recordings and video recordings featuring promotional and instructional information for building control, alarm and interaction systems; Computer programs for building control, alarm and interaction systems; Bags and backpacks specifically designed for holding computers; Electrical and electronic building control human input/output interfaces, fire, burglar and trouble alarms for residential and commercial buildings; Lighting systems; Energy management systems; Energy metering systems; Video cameras and systems; Lock systems; HVAC systems</p>	85/429,741	August 22, 2011
 <p>Class 8 – Tools, screw drivers</p>	85/429,738	August 22, 2011
 <p>Class 6 – Awards, plaques, trophies</p>	85/429,735	August 22, 2011
<p>VIVINT.SOLAR</p> <p>Class 45 – Monitoring of building control, security and automation systems; Monitoring HVAC systems; Monitoring of energy management systems; Monitoring burglar, trouble fire and/or security alarm systems; Monitoring of door locking systems; Monitoring of CCTV and video cameras</p>	85/427,430	August 20, 2011
<p>VIVINT.SOLAR</p> <p>Class 42 – Energy metering and monitoring services; Water, electricity and natural gas services</p>	85/427,427	August 20, 2011
<p>VIVINT.SOLAR</p> <p>Class 39 – Distribution and sale of water and energy, including electricity and natural gas</p>	85/427,422	August 20, 2011
<p>VIVINT.SOLAR</p> <p>Class 37 – Installation and maintenance of building control, security and automation systems; Installation and maintenance of HVAC systems; Installation and maintenance of energy management systems; Installation and maintenance of burglar, trouble, security and/or fire alarms; Installation and maintenance of lighting systems; Installation and maintenance of door locking systems that are controlled through an alarm system panel; Installation and maintenance of CCTV and video cameras</p>	85/427,420	August 20, 2011

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MARK AND GOODS/SERVICES	SERIAL NO.	FILING DATE
VIVINT.SOLAR Class 35 – Sales of building control, security and automation systems; Sales of HVAC systems; Sales of energy management systems; Sales of burglar, trouble, security and/or fire alarms; Sales of lighting system controls; Sales of door locking systems including those which are controlled through an alarm system panel; Sales of CCTV and video cameras	85/427,413	August 20, 2011
VIVINT.SOLAR Class 25 – Clothing, tee shirts, caps	85/427,404	August 20, 2011
VIVINT.SOLAR Class 16 – Writing implements, printer materials, signs	85/427,400	August 20, 2011
VIVINT.SOLAR Class 11 – Energy management systems; Energy generation systems; Climate control systems; Lighting systems; Building control systems; Water treatment systems; Utility meters	85/427,393	August 20, 2011
VIVINT.SOLAR Class 9 – Audio recordings and video recordings featuring promotional and instructional information for building control, alarm and interaction systems; Computer programs for building control, alarm and interaction systems; Bags and backpacks specifically designed for holding computers; Electrical and electronic building control human input/output interfaces, fire, burglar and trouble alarms for residential and commercial buildings; Lighting systems; Energy management systems; Energy metering systems; Video cameras and systems; Lock systems; HVAC systems	85/427,389	August 20, 2011

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