

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Memorandum and Notice of Security Interest in Intellectual Property		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	AEE Solar, Inc.		08/01/2012
			Entity Type
			CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, National Association		
Street Address:	245 South Los Robles Avenue, Suite 700		
City:	Pasadena		
State/Country:	CALIFORNIA		
Postal Code:	91101		
Entity Type:	a National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	3501839	AEE SOLAR
CORRESPONDENCE DATA			
Fax Number:	9497200182		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	(949) 224-6291		
Email:	trademark@buchalter.com		
Correspondent Name:	Farah P. Bhatti, Esq.		
Address Line 1:	18400 Von Karman Avenue, Suite 800		
Address Line 4:	Irvine, CALIFORNIA 92612		
ATTORNEY DOCKET NUMBER:	W3338-0008		
NAME OF SUBMITTER:	Farah P. Bhatti, Esq.		
Signature:	/Farah P. Bhatti/		
Date:	08/16/2012		
Total Attachments: 3 source=Executed IP Memo (AEE)#page1.tif source=Executed IP Memo (AEE)#page2.tif source=Executed IP Memo (AEE)#page3.tif			

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**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

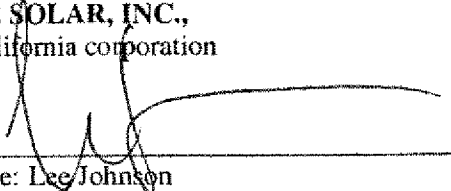
AEE SOLAR, INC., a California corporation, whose address is 775 Fiero Lane, Suite 200, San Luis Obispo, California 93401 ("Assignor") hereby acknowledges that it has granted to **WELLS FARGO BANK, NATIONAL ASSOCIATION**, whose address is 245 South Los Robles Avenue, Suite 700, Pasadena, California 91101 ("Assignee"), a security interest in and to all of Assignor's right, title and interest in and to the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Assignor (the "Trademarks"), together with the goodwill and assets of the business, as set forth in the Agreement (as defined below), and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Credit and Security Agreement dated as of August 1, 2012 (the "Agreement"), by and among Assignor, Mainstream Energy Corporation, a Delaware corporation, REC Solar, Inc., a Delaware corporation and Assignee, as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Assignee may have in any other collateral described in the Agreement or otherwise.

[Signature page to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the
5th day of ~~July~~ 2012.
/ August

AEE SOLAR, INC.,
a California corporation

By: 
Name: Lee Johnson
Title: President

Memorandum and Notice of Security Interest in Intellectual Property

TRADEMARK
REEL: 004844 FRAME: 0213

EXHIBIT A
TRADEMARKS

Serial No.	Trademark	Description	Filing Date	Status	Date of Registration	Registration No.	Class	Prior Registrations
78675646	AEE SOLAR	Colored Logo	7/21/2005	Registered	9/16/2008	3501839	IC 009, IC 011	None.