

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/15/2012

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cleantech Network LLC		11/15/2012	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Cleantech Group, Inc.
Street Address:	33 New Montgomery St.
Internal Address:	Suite 220
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94105
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	77357192	CLEANTECH ACCELERATOR

CORRESPONDENCE DATA

Fax Number: 6504936811
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Phone: 650-493-9300
 Email: trademarks@wsgr.com, ckahn@wsgr.com
 Correspondent Name: WILSON SONSINI GOODRICH & ROSATI
 Address Line 1: 650 Page Mill Road
 Address Line 4: Palo Alto, CALIFORNIA 94304

ATTORNEY DOCKET NUMBER:	38304-900/CK9
NAME OF SUBMITTER:	Aaron D. Hendelman

CH \$40.00 77357192

Signature:	/Aaron D. Hendelman/
Date:	11/22/2013
Total Attachments: 4 source=Cleantech Network LLC merger to Cleantech Group, Inc#page1.tif source=Cleantech Network LLC merger to Cleantech Group, Inc#page2.tif source=Cleantech Network LLC merger to Cleantech Group, Inc#page3.tif source=Cleantech Network LLC merger to Cleantech Group, Inc#page4.tif	

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CLEANTECH NETWORK LLC", A DELAWARE LIMITED LIABILITY COMPANY,

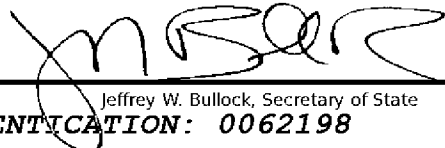
WITH AND INTO "CLEANTECH GROUP, INC." UNDER THE NAME OF "CLEANTECH GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF DECEMBER, A.D. 2012, AT 3:01 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

4034085 8100M

121305080




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0062198

DATE: 12-12-12

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 005159 FRAME: 0332

CERTIFICATE OF MERGER

MERGING

**CLEANTECH NETWORK LLC,
A DELAWARE LIMITED LIABILITY COMPANY**

WITH AND INTO

**CLEANTECH GROUP, INC.,
A DELAWARE CORPORATION**

Pursuant to and in accordance with Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act, Cleantech Group, Inc., a Delaware corporation (the "**Company**"), does hereby certify as follows:

FIRST: The Company is a Delaware corporation duly organized and existing under the laws of the State of Delaware and Cleantech Network LLC is a limited liability company duly organized and existing under the laws of the State of Delaware ("**Cleantech Network**").

SECOND: An Agreement and Plan of Merger, dated November 15, 2012 (the "**Merger Agreement**") by and between the Company and Cleantech Network, setting forth the terms and conditions of the merger of Cleantech Network with and into Company (the "**Merger**"), has been approved, adopted, certified, executed and acknowledged by each of the Company and Cleantech Network.

THIRD: The name of the surviving corporation in the Merger (the "**Surviving Corporation**") shall be Cleantech Group, Inc.

FOURTH: The Certificate of Incorporation of the Company shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at the following address:

Cleantech Group, Inc.
220 Montgomery St.,
Suite 1000,
San Francisco, CA 94104

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any member of Cleantech Network or any stockholder of the Company.

SEVENTH: The Merger is to become effective as of the date of filing of this Certificate of Merger.

(Signature page follows.)

IN WITNESS WHEREOF, the Company has caused this Certificate of Merger to be executed in its name as of November 15, 2012.

CLEANTECH GROUP, INC.

By: /s/ Sheeraz Haji_____

Name: Sheeraz Haji

Title: Chief Executive Officer