

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM317445

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
NRG Energy, Inc.		07/31/2014	CORPORATION: DELAWARE
Green Mountain Energy Company		07/31/2014	CORPORATION: DELAWARE
US Retailers LLC		07/31/2014	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Deutsche Bank Trust Company Americas
Street Address:	100 Plaza One
Internal Address:	Sixth Floor MS 0699
City:	Jersey City
State/Country:	NEW JERSEY
Postal Code:	07311-3901
Entity Type:	Banking Corporation: NEW YORK

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	4573439	GREEN MOUNTAIN
Registration Number:	4561294	GREEN MOUNTAIN
Registration Number:	4561295	GREEN MOUNTAIN
Registration Number:	4561296	GREEN MOUNTAIN
Registration Number:	4548040	GREEN MOUNTAIN ENERGY
Registration Number:	4548041	GREEN MOUNTAIN ENERGY
Registration Number:	4558142	GREEN MOUNTAIN ENERGY
Registration Number:	4530007	GREEN MOUNTAIN ENERGY
Registration Number:	4543903	GREEN MOUNTAIN ENERGY
Registration Number:	4543904	GREEN MOUNTAIN ENERGY
Registration Number:	4526197	GREEN MOUNTAIN ENERGY
Registration Number:	4544105	COMPASSION ENERGY

CORRESPONDENCE DATA

Fax Number: 3128622200

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

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using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 3128622000
Email: rob.soneson@kirkland.com
Correspondent Name: Rob Soneson
Address Line 1: 300 N LaSalle
Address Line 2: Kirkland & Ellis LLP
Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	40334-171
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NAME OF SUBMITTER:	Rob Soneson
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SIGNATURE:	/rsoneson/
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DATE SIGNED:	09/18/2014
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Total Attachments: 5

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AFTER-ACQUIRED INTELLECTUAL PROPERTY SECURITY AGREEMENT

(SUPPLEMENTAL FILING)

This AFTER-ACQUIRED INTELLECTUAL PROPERTY SECURITY AGREEMENT, dated as of July 31, 2014 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Supplemental Intellectual Property Security Agreement"), is made by each of the signatories hereto (collectively, the "Grantors") in favor of Deutsche Bank Trust Company Americas, located at c/o Deutsche Bank National Trust Company, 100 Plaza One, Sixth Floor, MS 0699, Jersey City, NJ 07311-3901, (i) in its capacity as Priority Collateral Trustee (as defined in the Collateral Trust Agreement described below) and (ii) in its capacity as Parity Collateral Trustee (as defined in the Collateral Trust Agreement described below). Capitalized terms used but not defined herein have the meanings given such terms in the Guarantee and Collateral Agreement (as defined below).

WHEREAS, the Grantors, each other grantor party thereto, the Collateral Trustee (as defined therein) and the other parties thereto entered into a Guarantee and Collateral Agreement, dated as of February 2, 2006 (as amended by that certain Amendment to the Guarantee and Collateral Agreement, dated as of April 28, 2006, and that certain Amendment to Guarantee and Collateral Agreement, dated as of June 30, 2010, the "Original Guarantee and Collateral Agreement");

WHEREAS, the Grantors, each other grantor party thereto, Deutsche Bank Trust Company Americas, in its capacities as Priority Collateral Trustee and Parity Collateral Trustee, and the other parties party thereto have entered into the Amended and Restated Guarantee and Collateral Agreement, dated as of July 1, 2011 (as it may be further amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Guarantee and Collateral Agreement");

WHEREAS, the Grantors, Deutsche Bank Trust Company Americas, as Priority Collateral Trustee and Parity Collateral Trustee, and the other parties from time to time party thereto have entered into Second Amended and Restated Collateral Trust Agreement, dated as of July 1, 2011 (as it may be further amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Collateral Trust Agreement");

WHEREAS, pursuant to the Original Guarantee and Collateral Agreement and the Guarantee and Collateral Agreement, the Grantors have granted a security interest in certain property, including certain After-Acquired Intellectual Property, of the Grantors to the Priority Collateral Trustee for the benefit of the Priority Lien Secured Parties (as defined in the Collateral Trust Agreement) and to the Parity Collateral Trustee for the benefit of the Parity Lien Secured Parties (as defined in the Collateral Trust Agreement); and

WHEREAS, under the terms of the Guarantee and Collateral Agreement, the Grantors have agreed to execute this Supplemental Intellectual Property Security Agreement for recording with the United States Patent and Trademark Office, the United States Copyright Office, and other applicable Governmental Authorities, as applicable.

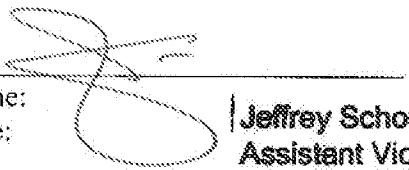
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Accepted and Agreed:

DEUTSCHE BANK TRUST COMPANY AMERICAS,
as Priority Collateral Trustee and Parity Collateral Trustee

By: Deutsche Bank National Trust Company

By: 
Name: **Inna Golovashchuk**
Title: **Vice President**

By: 
Name: **Jeffrey Schoenfeld**
Title: **Assistant Vice President**

Schedule 1 to
the After-Acquired Intellectual Property Security Agreement

TRADEMARK AND SERVICE MARK REGISTRATIONS AND APPLICATIONS

NRG ENERGY, INC.

Patents:

Title of Invention	Country	Grantor	Appl. No. Filing Date	Reg. No. Reg. Date
Method and System for Guaranteed Energy Savings for the Customer	US	NRG Energy, Inc.	Application # 14/286522 Filed May 23, 2014	Pending

GREEN MOUNTAIN ENERGY COMPANY

Trademarks:

Mark	Country	Grantor	Appl. No. Filing Date	Reg. No. Reg. Date
GREEN MOUNTAIN	US	Green Mountain Energy Company	Application # 85933977 Filed May 16, 2013	Registration # 4573439 Registered Jul. 22, 2014
GREEN MOUNTAIN	US	Green Mountain Energy Company	Application # 85934004 Filed May 16, 2013	Registration # 4561294 Registered Jul. 1, 2014
GREEN MOUNTAIN	US	Green Mountain Energy Company	Application # 85934026 Filed May 16, 2013	Registration # 4561295 Registered Jul. 1, 2014
GREEN MOUNTAIN	US	Green Mountain Energy Company	Application # 85934048 Filed May 16, 2013	Registration # 4561296 Registered Jul. 1, 2014

Mark	Country	Grantor	Appl. No. Filing Date	Reg. No. Reg. Date
GREEN MOUNTAIN ENERGY (& Design)  Green Mountain Energy	US	Green Mountain Energy Company	Application # 85501733 Filed Dec. 21, 2011	Registration # 4548040 Registered Jun. 10, 2014
GREEN MOUNTAIN ENERGY (& Design)  Green Mountain Energy	US	Green Mountain Energy Company	Application # 85501883 Filed Dec. 22, 2011	Registration # 4548041 Registered Jun. 10, 2014
GREEN MOUNTAIN ENERGY (& Design)  Green Mountain Energy	US	Green Mountain Energy Company	Application # 85501758 Filed Dec. 21, 2011	Registration # 4558142 Registered Jul. 1, 2014
GREEN MOUNTAIN ENERGY (& Design)  Green Mountain Energy	US	Green Mountain Energy Company	Application # 85501725 Filed Dec. 21, 2011	Registration # 4530007 Registered May 13, 2014
GREEN MOUNTAIN ENERGY	US	Green Mountain Energy Company	Application # 85501621 Filed Dec. 21, 2011	Registration # 4543903 Registered Jun 3, 2014
GREEN MOUNTAIN ENERGY	US	Green Mountain Energy Company	Application # 85501639 Filed Dec. 21, 2011	Registration # 4543904 Registered Jun 3, 2014
GREEN MOUNTAIN ENERGY	US	Green Mountain Energy Company	Application # 85501616 Filed Dec. 21, 2011	Registration # 4526197 Registered May 6, 2014

US RETAILERS LLC

Trademarks:

Mark	Country	Grantor	Appl. No. Filing Date	Reg. No. Reg. Date
COMPASSION ENERGY	US	US Retailers LLC	Application # 85694576 Filed Aug. 3, 2012	Registration # 4544105 Registered Jun. 3, 2014