

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM377180

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Trademark Assignment Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vivint, Inc.		03/18/2016	Corporation: UTAH
RECEIVING PARTY DATA			
Name:	Vivint Solar Licensing LLC		
Street Address:	4931 North 300 West		
City:	Provo		
State/Country:	UTAH		
Postal Code:	84604		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	86413620	VIVINT SOLAR	
Serial Number:	86383213	VIVINT.SOLAR	
CORRESPONDENCE DATA			
Fax Number:	2124552502		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(212) 455-3605		
Email:	ksolomon@stblaw.com		
Correspondent Name:	Genevieve Dorment, Esq.		
Address Line 1:	Simpson Thacher & Bartlett LLP		
Address Line 2:	425 Lexington Avenue		
Address Line 4:	New York, NEW YORK 10017		
ATTORNEY DOCKET NUMBER:	001366/0010		
NAME OF SUBMITTER:	Genevieve Dorment		
SIGNATURE:	/gd/		
DATE SIGNED:	03/18/2016		
Total Attachments: 4			
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TRADEMARK ASSIGNMENT AGREEMENT

This TRADEMARK ASSIGNMENT AGREEMENT (this "*Assignment Agreement*") is made and entered into as of March 18, 2016 ("*Effective Date*") by and between VIVINT, INC., a Utah corporation, with its principal office 4931 North 300 West, Provo, Utah 84604 ("*Assignor*"), and VIVINT SOLAR LICENSING LLC, a Delaware limited liability company, with its principal office at 4931 North 300 West, Provo, Utah 84604 ("*Assignee*"), each of Assignor and Assignee a "*Party*", and collectively, the "*Parties*").

RECITALS

WHEREAS, Assignor owns certain trademarks, service marks, corporate names, trade names, logos, slogans, designs and other designations of source or origin, together with common-law rights associated therewith and all goodwill of the business associated therewith and symbolized thereby, including, without limitation, those United States trademark applications for registration and registrations set forth on Schedule A attached hereto (collectively, the "Marks");

WHEREAS, Assignor wishes to assign the Marks to Assignee under the terms and conditions of this Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby established, and in consideration of the terms and conditions set forth herein, the Parties agree as follows:

1. Assignor hereby irrevocably and unconditionally assigns to Assignee, all of Assignor's right, title, and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks. Assignor further hereby irrevocably and unconditionally assigns to Assignee the right to bring all claims for past, present, and future infringement or other violation of any of the Marks, including, without limitation, all rights to sue for and to receive and recover all profits and damages accruing from any infringement or other violation as well as the right to grant releases for past infringements or other violations.

2. Assignor hereby requests the United States Commissioner of Patents and Trademarks, and any corresponding entities or agencies in any applicable foreign jurisdictions, to record Assignee as the assignee and owner of the Marks.

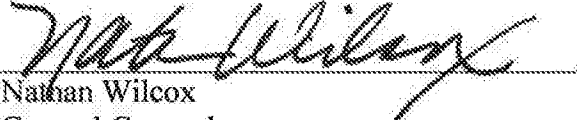
3. This Assignment Agreement shall be construed and interpreted in accordance with the laws of the State of Delaware without giving effect to any principles of conflict of laws.

[Remainder of the page intentionally left blank]

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment Agreement to be executed by their duly authorized representatives as of the Effective Date.

ASSIGNOR:

VIVINT, INC.,
a Utah corporation

By: 
Name: Nathan Wilcox
Title: General Counsel

[SIGNATURE PAGES CONTINUE ON FOLLOWING PAGE]

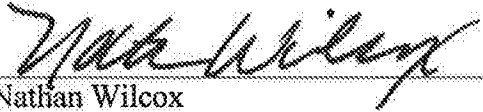
TRADEMARK ASSIGNMENT

TRADEMARK
REEL: 005753 FRAME: 0613

ASSIGNEE:

VIVINT SOLAR LICENSING, LLC,
a Delaware limited liability company

By: VIVINT, INC.,
a Utah corporation,
its Managing Member

By: 
Name: Nathan Wilcox
Title: General Counsel

TRADEMARK ASSIGNMENT

TRADEMARK
REEL: 005753 FRAME: 0614

SCHEDULE A

MARKS

Mark	Serial / Registration No.	Owner of Record
VIVINT SOLAR	86/413,620	Vivint, Inc.
VIVINT SOLAR	86/383,213	Vivint, Inc.

TRADEMARK ASSIGNMENT