

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM388737

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ILIOS DYNAMICS INC.		05/26/2016	Corporation:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	TECOGEN INC.		
<b>Street Address:</b>	45 FIRST AVENUE		
<b>City:</b>	WALTHAM		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02451		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86661223	ILIOS	
<b>Registration Number:</b>	4889137	ILIOS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	617-420-0079		
<b>Email:</b>	docketing@intrinsiclaw.com		
<b>Correspondent Name:</b>	INTRINSIC LAW CORP.		
<b>Address Line 1:</b>	760 MAIN STREET		
<b>Address Line 2:</b>	THIRD FLOOR		
<b>Address Line 4:</b>	WALTHAM, MASSACHUSETTS 02451		
<b>NAME OF SUBMITTER:</b>	IBRAHIM M. HALLAJ		
<b>SIGNATURE:</b>	/Ibrahim M. Hallaj/		
<b>DATE SIGNED:</b>	06/21/2016		
<b>Total Attachments: 3</b>			
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## TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (the "Assignment") having an effective date of 2 May 2016, by and between Ilios Dynamics Inc., a Massachusetts Corporation having an address at 45 First Avenue, Waltham MA 02451 ("Assignor") and Tecogen, Inc., a Delaware Corporation having an address at 45 First Avenue, Waltham MA 02451 ("Assignee"),

### WITNESSETH:

WHEREAS, Assignor is the sole and exclusive owner of all right, title and interest in and to the trademark registrations including but not limited to those identified in Schedule A, (hereinafter the "Trademarks"); and

WHEREAS, Assignor desires to assign and Assignee desires to obtain all right, title and interest in and to the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound, Assignor and Assignee hereby agree as follows:

1. Assignor hereby sells, assigns, transfers and delivers to Assignee all of Assignor's right, title and interest that Assignor has or may have, either now or in the future, in and to the Trademarks, together with the goodwill of the business which is symbolized by the Trademarks and the right to sue and recover any damages and profits and all other remedies for past, present and future infringements or violations thereof, if there may be any;
2. Assignee shall be responsible for and Assignor shall cooperate in the execution and delivery of any and all other instruments and papers and the taking of any and all additional actions necessary to effectuate the purposes and intent of the transaction provided for herein and otherwise to consolidate, vest and record in Assignee, full and complete ownership of the Trademarks;
3. This Assignment shall inure to the benefit of Assignee and its successors and assigns and shall be binding upon Assignor and its successors and assigns;
4. This Assignment and all questions relating to its validity, interpretation, performance and enforcement shall be governed by and construed in accordance with the laws of the State of Massachusetts; and
5. This Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have duly executed this Assignment as of the date first written below.

ILIOS DYNAMICS INC.

TECOGEN, INC.,

By: Robert A. Panora  
Name: ROBERT PANORA  
Title: PRES.  
Date: 5/26/2016

By: David Cameron  
Name: David Cameron  
Title: Chief Financial Officer  
Date: 5/25/2016

SCHEDULE A

Mark	App. No./Reg. No.	Status
ILIOS and Design	S.N. 86/661223	Filed 06/12/2015
ILIOS	RN: 4,889,137 SN: 86/661097	Registered 01/19/2016