

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM393466

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Electricity Maine, LLC		08/01/2016	Limited Liability Company: MAINE
Electricity N.H., LLC		08/01/2016	Limited Liability Company: MAINE
Provider Power Mass, LLC		08/01/2016	Limited Liability Company: MAINE
RECEIVING PARTY DATA			
Name:	Societe Generale, as Agent		
Street Address:	245 Park Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10167		
Entity Type:	a French Banking Corporation: FRANCE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3952606	SPARK ENERGY	
Registration Number:	3952605	EMPOWER WHAT MATTERS	
Registration Number:	3907816	SPARK ENERGY	
Registration Number:	4105494		
Registration Number:	3149655	POWERBANK	
CORRESPONDENCE DATA			
Fax Number:	7132223291		
<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:	(713)221-3306		
Email:	docketing@bracewelllaw.com		
Correspondent Name:	Constance Gall Rhebergen		
Address Line 1:	P.O. Box 61389		
Address Line 4:	Houston, TEXAS 77208		
NAME OF SUBMITTER:	Anna K. Miller		

OP \$140.00 3952606

SIGNATURE:	/Anna K. Miller/
DATE SIGNED:	08/02/2016
Total Attachments: 5 source=Trademark Security Agreement (for filing) - Spark (SG)#page1.tif source=Trademark Security Agreement (for filing) - Spark (SG)#page2.tif source=Trademark Security Agreement (for filing) - Spark (SG)#page3.tif source=Trademark Security Agreement (for filing) - Spark (SG)#page4.tif source=Trademark Security Agreement (for filing) - Spark (SG)#page5.tif	

TRADEMARK SECURITY AGREEMENT

THIS TRADEMARK SECURITY AGREEMENT (this “Agreement”), dated August 1, 2016, is made by ELECTRICITY MAINE, LLC, a Maine limited liability company, ELECTRICITY N.H., LLC, a Maine limited liability company, and PROVIDER POWER MASS, LLC, a Maine limited liability company, each located at 12140 Wickchester Lane, Suite 100, Houston, TX 77079 (collectively, the “Grantors” and each individually, a “Grantor”), in favor of SOCIÉTÉ GÉNÉRALE, located at 245 Park Avenue, New York, NY 10167, as administrative agent for the Secured Parties (in such capacity, together with any successors and permitted assigns, “Agent”). Capitalized terms used in this Agreement and not defined herein have the meanings set forth for such terms in the Security Agreement (as hereinafter defined).

WHEREAS, each Grantor is the applicant or registrant for the trademarks listed on the annexed Schedule 1 hereto, which trademarks are registered or applied for in the United States Patent and Trademark Office (the “Trademarks”);

WHEREAS, each Grantor has entered into that certain Amended and Restated Security Agreement dated as of July 8, 2015 among the grantors signatory thereto and Agent (as amended, restated, supplemented or otherwise modified from time to time, the “Security Agreement”);

WHEREAS, pursuant to the Security Agreement, to secure the prompt and complete payment, performance and observance of all of the Obligations, each Grantor has granted, assigned, conveyed, mortgaged, pledged, hypothecated and transferred to Agent for the ratable benefit of the Secured Parties, a Lien upon all of its right, title and interest in, to and under the Trademarks and all other trademarks, whether now owned by or owing to, or hereafter acquired by or arising in favor of such Grantor (including under any trade names, styles or derivations thereof), and whether owned or consigned by or to, or leased from or to, such Grantor, and regardless of where located (the “Collateral”);

NOW, THEREFORE, in consideration of the premises and agreements made herein and in the Security Agreement, as collateral security for the prompt and complete payment, performance and observance of all of the Obligations, each Grantor hereby grants, assigns, conveys, mortgages, pledges, hypothecates and transfers to Agent for the ratable benefit of the Secured Parties, a Lien upon the Collateral.

Each Grantor does hereby further acknowledge and affirm that the rights and remedies of the Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated by reference herein as if fully set forth herein. In the event any of the provisions of this Agreement conflict with the Security Agreement, the provisions of the Security Agreement shall control.

THIS AGREEMENT AND THE OBLIGATIONS ARISING HEREUNDER SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAW (WITHOUT REFERENCE TO PRINCIPLES OF CONFLICTS OF LAWS OTHER THAN SECTIONS 5-1401 AND 5-1402 OF THE NEW YORK GENERAL OBLIGATIONS LAW) OF THE STATE OF NEW YORK; PROVIDED THAT THE

SECURED PARTIES SHALL RETAIN ALL RIGHTS ARISING UNDER FEDERAL LAW.

ANY LEGAL ACTION OR PROCEEDING WITH RESPECT TO THIS AGREEMENT SHALL BE BROUGHT IN THE COURTS OF THE STATE OF NEW YORK OR OF THE UNITED STATES FOR THE SOUTHERN DISTRICT OF NEW YORK, AND BY EXECUTION AND DELIVERY OF THIS AGREEMENT, EACH GRANTOR AND EACH SECURED PARTY CONSENTS, FOR ITSELF AND IN RESPECT OF ITS PROPERTY, TO THE EXCLUSIVE JURISDICTION OF THOSE COURTS. EACH OF THE PARTIES HERETO AGREES THAT A FINAL JUDGMENT IN ANY SUCH ACTION OR PROCEEDING SHALL BE CONCLUSIVE AND MAY BE ENFORCED IN OTHER JURISDICTIONS BY SUIT ON THE JUDGMENT OR IN ANY OTHER MANNER PROVIDED BY LAW.

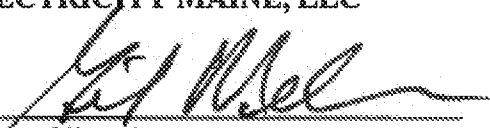
The Grantors authorize the Secured Parties to record this Agreement with the United States Patent and Trademark Office.

[Signature Pages Follow]

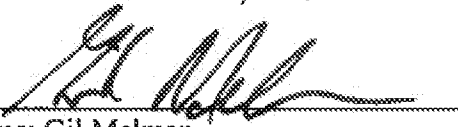
IN WITNESS WHEREOF, Grantors and the Agent have executed this Agreement as of the date first above written.

GRANTORS:

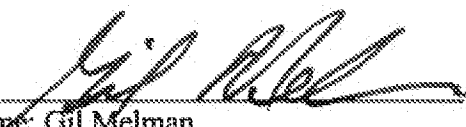
ELECTRICITY MAINE, LLC

By: 
Name: Gil Melman
Title: Vice President & General Counsel

ELECTRICITY N.H., LLC

By: 
Name: Gil Melman
Title: Vice President & General Counsel

PROVIDER POWER MASS, LLC

By: 
Name: Gil Melman
Title: Vice President & General Counsel

SOCIÉTÉ GÉNÉRALE, as Agent

By: 
Name: _____
Title: MICHEL V.M. VAN DER VOORT
Managing Director

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

TRADEMARK
REEL: 005845 FRAME: 0155

SCHEDULE 1 TO TRADEMARK SECURITY AGREEMENT

Trademarks

1. Federal trademark registrations in the name of Spark Energy, Inc. (a Delaware corporation):
 - a. Spark Energy (and Design), U.S. Reg. No. 3,952,606;
 - b. Empower What Matters, U.S. Reg. No. 3,952,605;
 - c. Spark Energy, U.S. Reg. No. 3,907,816;
 - d. Spark Design, U.S. Reg. No. 4,105,494; and
 - e. Powerbank, U.S. Reg. No. 3,149,655.