

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM433807

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|---|---|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Trademark Security Agreement | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Choose Energy, Inc. | | 06/30/2017 | Corporation: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Fifth Third Bank | | |
| Street Address: | 201 N. Tryon Street | | |
| Internal Address: | Suite 1700 | | |
| City: | Charlotte | | |
| State/Country: | NORTH CAROLINA | | |
| Postal Code: | 28202 | | |
| Entity Type: | National Banking Association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 3 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4323306 | POWER2SWITCH | |
| Registration Number: | 5034116 | CHOOSE ENERGY | |
| Registration Number: | 2547914 | CHOOSEENERGY | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 4125621041 | | |
| <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: | 412-562-1637 | | |
| Email: | vicki.cremonese@bipc.com | | |
| Correspondent Name: | Michael L. Dever | | |
| Address Line 1: | 301 Grant Street, 20th Floor | | |
| Address Line 4: | Pittsburgh, PENNSYLVANIA 15219 | | |
| ATTORNEY DOCKET NUMBER: | 0081527-000048 | | |
| NAME OF SUBMITTER: | Michael L. Dever | | |
| SIGNATURE: | /Michael L. Dever/ | | |
| DATE SIGNED: | 07/05/2017 | | |
| Total Attachments: 6 | | | |
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TRADEMARK SECURITY AGREEMENT

Trademark Security Agreement (this "Agreement") executed June 30, 2017, by and between CHOOSE ENERGY, INC., a Delaware corporation (the "Grantor"), having its chief executive office at 7800 N. Dallas Parkway, Suite 220, Plano, Texas 75024, and FIFTH THIRD BANK, an Ohio banking corporation, as Administrative Agent (the "Administrative Agent"), with offices at 201 N. Tryon Street, Suite 1700, Charlotte, NC 28202 for the ratable benefit of the banks and other financial institutions (the "Lenders") from time to time parties to the Fourth Amended and Restated Credit Agreement, dated as of April 24, 2017, by and among Red Ventures, LLC, a North Carolina limited liability company ("Red Ventures"), the other Credit Parties (as defined therein) party thereto, the Lenders and the Administrative Agent (as further amended, restated, supplemented or otherwise modified, the "Credit Agreement").

This Agreement is executed pursuant to the terms of an Amended and Restated Collateral Agreement, dated as of April 24, 2017, by and among Red Ventures, Red Ventures Holdco, LP, a North Carolina limited partnership, RV-IMAGITAS, LLC, a North Carolina limited liability company, and certain Subsidiaries (as such term is defined in the Credit Agreement) of the Parent (as such term is defined in the Credit Agreement) in favor of the Administrative Agent for the ratable benefit of the Secured Parties (as amended, restated, supplemented or otherwise modified, the "Collateral Agreement"), which Collateral Agreement the Guarantor is joining effective as of date of this Agreement. Capitalized terms used herein but not defined herein shall have the meaning assigned to them in the Collateral Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the Grantor hereby grants, pledges and collaterally assigns to the Administrative Agent, a security interest in all of the Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter arising or acquired:

(i) each Trademark, Trademark registration and Trademark application, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark, Trademark registration and Trademark application of the Grantor, including, without limitation, each Trademark, Trademark registration and Trademark application described on Schedule A;

(ii) each Trademark License, including, without limitation, each Trademark License described on Schedule B;

(iii) all claims by the Grantor against third parties for (a) past, present or future infringement or dilution of any Trademark or Trademark registration, including, without limitation, any Trademark or Trademark registration described on Schedule A or under any Trademark licensed under any Trademark License, including, without limitation, any Trademark License described on Schedule B, (b) injury to the goodwill associated with any Trademark, Trademark registration or Trademark License or (c) breach or enforcement of any Trademark License; and

(iv) all products and proceeds of the foregoing.

The rights and remedies of the Administrative Agent with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Collateral Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Agreement are deemed to conflict with the Collateral Agreement, the provisions of the Collateral Agreement shall govern.

[SIGNATURE PAGES FOLLOW]

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

CHOOSE ENERGY, INC.

By: Mark Brodsky
Name: Mark Brodsky
Title: President and Secretary

[Trademark Security Agreement]

TRADEMARK
REEL: 006098 FRAME: 0583

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

Agreed and Accepted as of the date first written above.

FIFTH THIRD BANK,
as Administrative Agent

By: Jodie R. Ayres
Name: Jodie R. Ayres
Title: Vice President

Schedule A to Trademark Security Agreement

TRADEMARKS

| Mark | Owner | US Reg./App. No. | Date Registered |
|---------------|---------------------|---------------------------------|----------------------------|
| Power2Switch | Choose Energy, Inc. | 4,323,306 | 4/23/2013 |
| Choose Energy | Choose Energy, Inc. | 5,034,116 | 9/6/2016 |
| Choose Energy | Choose Energy, Inc. | 2,547,914 | 3/12/2002 |

Schedule B to Trademark Security Agreement

TRADEMARK LICENSES

None.