

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM472866

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
American DG Energy Inc.		05/04/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Webster Business Credit Corporation		
Street Address:	360 Lexington Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	Corporation: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4039170	THINK OUTSIDE THE GRID	
CORRESPONDENCE DATA			
Fax Number:			
<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:	212-238-3214		
Email:	selwin@emmetmarvin.com		
Correspondent Name:	Sharon Elwin		
Address Line 1:	120 Broadway, 32nd Floor		
Address Line 2:	Emmet Marvin & Martin, LLP		
Address Line 4:	New York, NEW YORK 10271		
ATTORNEY DOCKET NUMBER:	F176874 for 6275. 503		
NAME OF SUBMITTER:	Sharon Elwin		
SIGNATURE:	/Sharon Elwin/		
DATE SIGNED:	05/07/2018		
Total Attachments: 3			
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OP \$40.00 4039170

GRANT OF SECURITY INTEREST (TRADEMARK)

The undersigned, AMERICAN DG ENERGY INC., a Delaware corporation (the "*Grantor*") and WEBSTER BUSINESS CREDIT CORPORATION (the "*Lender*") are parties to a Security Agreement, dated as of May 4, 2018 (as amended, supplemented or otherwise modified from time to time, the "*Security Agreement*"). All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement.

Pursuant to the Security Agreement, as security for the payment or performance, as applicable, in full of the Obligations, the Grantor collaterally assigned, mortgaged, pledged and hypothecated to the Lender, and granted to the Lender, a security interest in, all of the right, title and interest of the Grantor in, to and under the Collateral, including, without limitation, certain of its intellectual property.

For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, the Grantor, as security for the payment or performance, as applicable, in full of the Obligations, hereby collaterally assigns, mortgages, pledges and hypothecates to the Lender, and grants to the Lender, a security interest in, all of the right, title and interest of the Grantor in, to and under the following property of the Grantor, now owned or hereafter acquired by the Grantor (collectively, the "*Trademark Collateral*");

- (a) trademarks and registrations thereof, including the trademark listed on Schedule 1 attached hereto (collectively, the "*Trademark*");
- (b) the goodwill of the business symbolized by the Trademark; and
- (c) all proceeds thereof, including, without limitation, from any and all causes of action which may exist by reason of infringement thereof.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Lender with respect to the security interest in the Trademark Collateral made and granted hereby are set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

The Lender's address is: 360 Lexington Avenue, 5th Floor, New York, New York 10017.

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IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest
(Trademark) to be duly executed by its duly authorized officer as of May 17, 2018.

AMERICAN DG ENERGY INC.

By: 

Name: Benjamin Locke

Title: Chief Executive Officer

[Signature page to Grant of Security Interest (Trademark)]

TRADEMARK
REEL: 006382 FRAME: 0924

Schedule 1
to
Grant of Security Interest (Trademark)
Dated as of May 4, 2018

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
THINK OUTSIDE THE GRID	4039170	10/11/2011