

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM505775

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BSP AGENCY, LLC		12/31/2018	Limited Corporation:
RECEIVING PARTY DATA			
Name:	KCFF II SPV LP		
Doing Business As:	KCFF II SPV LP		
Street Address:	1013 CENTRE ROAD, SUITE 403B		
City:	WILMINGTON		
State/Country:	DELAWARE		
Postal Code:	19805		
Entity Type:	Limited Corporation: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	4746904	AXON PLATFORM	
Registration Number:	4335433	GREENWAVE REALITY	
Registration Number:	4150732	GREENWAVE REALITY	
Serial Number:	86460680	GREENWAVE360°	
Serial Number:	86366793	GREENWAVE SYSTEMS	
Serial Number:	86364607	GREENWAVE SYSTEMS	
CORRESPONDENCE DATA			
Fax Number:	3128767925		
<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:	312-876-7934		
Email:	SUSAN.FARLEY@DENTONS.COM		
Correspondent Name:	DENTONS US LLP		
Address Line 1:	P.O. BOX 061080		
Address Line 4:	CHICAGO, ILLINOIS 60606		
NAME OF SUBMITTER:	SUSAN FARLEY		
SIGNATURE:	/susan farley/		
DATE SIGNED:	01/14/2019		

OP \$165.00 4746904

Total Attachments: 7

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NOTICE OF SUCCESSION OF AGENCY (INTELLECTUAL PROPERTY)

This **NOTICE OF SUCCESSION OF AGENCY (INTELLECTUAL PROPERTY)** (this "Notice"), dated as of December 31, 2018 (the "Effective Date"), is entered into by and among BSP Agency, LLC, a Delaware limited liability company, in its capacity as Administrative Agent (and successor agent to Business Development Corporation of America, as Agent ("BDCA")) pursuant to the Credit Agreement as defined below, and as Prior Agent pursuant to the Loan Sale and Assignment Agreement as defined below (in such capacity, the "Prior Agent") and KCFF II SPV LP, a Delaware limited partnership, as Successor Agent pursuant to the Loan Sale and Assignment Agreement as defined below (in such capacity, the "Successor Agent").

WHEREAS, the Borrowers, the banks, financial institutions and other institutional lenders party thereto from time to time (the "Lenders") and BDCA entered into that certain Loan and Security Agreement, dated as of July 8, 2015 (as amended, supplemented, amended and restated or otherwise modified from time to time, the "Credit Agreement"; and together with the other Loan Documents (as defined in the Credit Agreement), collectively, the "Credit Facility Documents"), and pursuant to the Credit Facility Documents, the Borrowers granted to BDCA a security interest in certain collateral;

WHEREAS, BDCA and applicable Borrowers entered into one or more Notices of Grant of Security Interest in intellectual property as identified on Schedule A attached hereto (the "IP Notices", which are included in the Credit Facility Documents);

WHEREAS, the IP Notices were recorded with the United States Patent and Trademark Office as identified on Schedule A attached hereto;

WHEREAS, pursuant to the Successor Agent Agreement dated as of March 1, 2018 entered into by and among the BDCA, Prior Agent, and others party thereto (the "Successor Agent Agreement"), BDCA resigned as, and Prior Agent was appointed and accepted appointment as the Agent under the Credit Facility Documents with all the rights, powers, discretion and privileges of the Agent, including in, to, and under the IP Notices; and

WHEREAS, pursuant to the Successor Agent Agreement, BDCA and Prior Agent entered into the Notice of Succession of Agency (Intellectual Property) dated as of March 1, 2018 ("Prior IP Notice of Succession of Agency"); which is included in the Credit Facility Documents), recorded with the United States Patent and Trademark Office as identified on Schedule A attached hereto; and

WHEREAS, pursuant to the Loan Sale and Assignment Agreement dated as of even date herewith entered into by and among the Prior Agent, Successor Agent, and others party thereto ("Loan Sale and Assignment Agreement"), Prior Agent resigned as, and Successor Agent was appointed and accepted appointment as the Agent under the Credit Facility Documents with all the rights of the Agent under the Credit Facility Documents, including in, to, and under the IP Notices and Prior IP Notice of Succession of Agency; and

NOW, THEREFORE, the parties agree as follows:

1. Defined Terms. Capitalized terms used herein without definition shall have the meanings attributed to such terms in the Loan Sale and Assignment Agreement or Credit Facility Documents, as applicable.

2. Succession and Replacement of Agency. Pursuant to the terms and conditions set forth in the Loan Sale and Assignment Agreement, the Prior Agent has resigned as the Agent under the Credit Facility

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Documents and Successor Agent is appointed as Agent under the Credit Facility Documents, and the Prior Agent has assigned all liens and security interest granted to it by the Borrowers under the Credit Facility Documents to the Successor Agent. Nothing herein shall be deemed to terminate, interrupt, or impair the continuity of the security interest in the collateral originally granted to the BDCA and Prior Agent under the Credit Facility Documents, including the IP Notices, Prior IP Notice of Succession of Agency, and the collateral identified on Schedule A attached hereto, which security interest is now succeeded by and transferred to the Successor Agent.

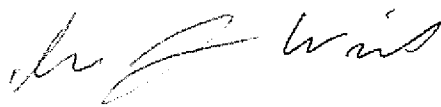
3. Incorporation. All terms set forth in the Loan Sale and Assignment Agreement are hereby incorporated herein by reference with the same force and effect as though fully set forth herein. To the extent that the terms set forth herein are inconsistent with the terms of the Loan Sale and Assignment Agreement, the terms set forth in Loan Sale and Assignment Agreement shall apply.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK; SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the parties hereto have caused this Notice to be duly executed and delivered by their proper and duly authorized officers as of the day and year first written above.

BSP AGENCY, LLC,

By: Benefit Street Partners L.L.C., its sole Member
as Prior Agent

By: 

Name: Ira Wishe
Title: Authorized Signer

KCFE II SPV LP, as Successor Agent

By: DocuSigned by:
Scott Neuberger
9BDEF9140C884AA
Name: Scott Neuberger
Title: Managing Partner of General Partner

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Schedule A

**Notice of Grant of Security Interest in Patents
Granted by GreenWave Systems PTE Ltd.
In Favor of Business Development Corporation of America, as Agent
Recorded July 9, 2015 at Reel 036087 Frame 0213**

&

**Prior IP Notice of Succession of Agency
Assigned by Business Development Corporation of America, as Prior Agent
In Favor of BSP Agency, LLC, as Successor Agent
Recorded July 9, 2015 at Reel 046180 Frame 0312**

U.S. Patents

Issued Patents

Title	Patent No.	Issue Date
IMAGE SENSING METER READING PROBE	9046390	06/02/15
DYNAMIC CONFIGURATION OF A CLIENT-SERVER RELATIONSHIP	9002993	04/07/15
MULTIPLE AND INTERCHANGEABLE METER READING PROBES	8941509	01/27/15
MULTI-MODE DISPLAY	8907811	12/09/14
NETWORK INCLUSION OF A NETWORKED LIGHT BULB	8893968	11/25/14
ELECTRICALLY CONTROLLED GLASS IN A LAMP	8820981	09/02/14
NETWORKED DEVICE WITH POWER USAGE ESTIMATION	8781769	07/15/14
EMITTING LIGHT USING MULTIPLE PHOSPHORS	8764210	07/01/14
NETWORKED DEVICE	D705170	05/20/14
DUAL-MODE DIMMING OF A LIGHT	8729826	05/20/14
REMOTE CONTROL	D695238	12/10/13
MODULAR NETWORKED LIGHT BULB	8531137	09/10/13
DISPLAY SCREEN WITH AN ICON	D688705	08/27/13
PROVIDING SERVER IDENTIFICATION TO A CLIENT	8504702	08/06/13
SMART METER EMULATION	8466803	06/18/13
POWER FAILURE REPORTING IN A NETWORKED LIGHT	8456090	06/04/13
NETWORKED DEVICE WITH POWER USAGE ESTIMATION	8452554	05/28/13
INPUT SELECTION MECHANISM	D682788	05/21/13
UTILITY USAGE MEASUREMENT	8441373	05/14/13
NETWORKED LIGHT BULB WITH COLOR WHEEL FOR CONFIGURATION	8430402	04/30/13
NOISE DETECTOR IN A LIGHT BULB	8422889	04/16/13
MODULAR NETWORKED LIGHT BULB	8421376	04/16/13
POWER NODE WITH NETWORK SWITCH	8335936	12/18/12
LIGHT WITH CHANGEABLE COLOR TEMPERATURE	8314571	11/20/12
HOME AUTOMATION GROUP SELECTION BY COLOR	8306639	11/06/12

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REMOTE CONTROL	D661665	06/12/12
AUTOMATED LOAD ASSESSMENT DEVICE AND METHOD	8185333	05/22/12
POWER FAILURE REPORTING IN A NETWORKED LIGHT	8183783	05/22/12
POWER NODE FOR ENERGY MANAGEMENT	8138626	03/20/12
POWER FAILURE REPORTING IN A NETWORKED LIGHT	8115397	02/14/12
POWER TRANSFER SYSTEM FOR A RECHARGEABLE BATTERY	8093861	01/10/12
MODULAR NETWORKED LIGHT BULB	8013545	09/06/11
DISPLAY MODULE	D638373	05/24/11
LIGHT BULB	D627087	11/09/10
LIGHT BULB	D626667	11/02/10

Patent Applications

Title	Appl. No.	Filing Date
NETWORK INCLUSION OF A NETWORKED LIGHT BULB	14526316 20150048162	10/28/14
ELECTRICALLY CONTROLLED GLASS IN A LAMP	14453398 20140362580	08/06/14
EMITTING LIGHT USING MULTIPLE PHOSPHORS	14293682 20140286036	06/02/14
DUAL-MODE DIMMING OF A LIGHT	14266045 20140232287	04/30/14
GESTURE BASED LIGHTING CONTROL	14256172 20140225526	04/18/14
SPEECH RECOGNITION IN A LIGHTING APPARATUS	13862360 20130253925	04/12/13
EVOLUTIONARY SCHEDULING OF UTILITY CONSUMERS	13829072 20140032455	03/14/13

Notice of Grant of Security Interest in Trademarks
Granted by GreenWave Systems PTE Ltd.
In Favor of Business Development Corporation of America, as Agent
Recorded July 9, 2015 at Reel 5573 Frame 0189
&
Prior IP Notice of Succession of Agency
Assigned by Business Development Corporation of America, as Prior Agent
In Favor of BSP Agency, LLC, as Successor Agent
Recorded May 17, 2018 at Reel 6394 Frame 0211

Trademark Registrations

Mark	Reg. No.	Reg. Date
AXON PLATFORM	4746904	06/02/15
GREENWAVE REALITY and Design	4335433	05/14/13
GREENWAVE REALITY	4150732	05/29/12

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Trademark Applications

Mark	Appl. No.	Filing Date
GREENWAVE360°	86460680	11/20/14
GREENWAVE SYSTEMS and Design	86366793	08/14/14
GREENWAVE SYSTEMS	86364607	08/12/14

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