

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM836363

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
POWER TAKEOFF, INC.		09/01/2023	Corporation:
RECEIVING PARTY DATA			
Name:	FIRST HORIZON BANK		
Street Address:	11 E. Greenway Plaza, 27th Floor		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77027		
Entity Type:	Chartered Bank: TENNESSEE		
PROPERTY NUMBERS Total: 17			
Property Type	Number	Word Mark	
Registration Number:	7014272	VIRTUAL RETRO-COMMISSIONING	
Registration Number:	7063921	VIRTUAL CX	
Registration Number:	7063920	UTILITY INTELLIGENCE PLATFORM	
Registration Number:	7020780	VIRTUAL COMMISSIONING	
Registration Number:	7063901	VIRTUAL RETROCOMMISSIONING	
Registration Number:	7050719	VIRTUAL COMMISSIONING	
Registration Number:	7063900	VIRTUAL RECOMMISSIONING	
Registration Number:	7063899	VIRTUAL RETROCOMMISSIONING	
Registration Number:	7063898	VIRTUAL RCX	
Registration Number:	6466424	VCX	
Registration Number:	6688864	VCX	
Registration Number:	5557415	ENERGY ADVISOR PROGRAM	
Registration Number:	5544837	ENERGY ADVISOR	
Registration Number:	4655209	POWER TAKEOFF	
Serial Number:	97259654	VIRTUAL COMMISSIONING (VCX)	
Serial Number:	97259659	VSEM	
Serial Number:	97259657	VIRTUAL SEM	
CORRESPONDENCE DATA			

OP \$440.00 7014272

Fax Number:

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.

Email: sdavar@grayreed.com
Correspondent Name: Shanna Davar
Address Line 1: 1300 Post Oak Blvd.
Address Line 2: SUITE 2000
Address Line 4: Houston, TEXAS 77056

NAME OF SUBMITTER:	Shanna Davar
SIGNATURE:	/s/ Shanna Davar
DATE SIGNED:	09/01/2023

Total Attachments: 5

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[Trademarks]

INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT (this "Agreement") is made this 1st day of September, 2023, between POWER TAKEOFF, INC., a Colorado corporation, having a place of business at 1750 30th Street, #420, Boulder, Colorado 80301 ("Grantor"), and FIRST HORIZON BANK, a Tennessee state banking association, having a place of business at 11 E. Greenway Plaza, 27th Floor, Houston, Texas 77046 ("Lender").

WHEREAS, Grantor owns the Trademarks and Trademark Applications (herein so called) listed on Schedule A attached hereto, as the same may be amended from time to time;

WHEREAS, PTO BUYER, INC., a Delaware corporation ("Borrower Representative"), Grantor, the other Borrowers from time to time party thereto, and Lender entered into that certain Loan Agreement dated as of September 1, 2023 (such Loan Agreement, as the same may be joined, amended, modified, restated, or supplemented from time to time, is referred to herein as the "Loan Agreement"; capitalized terms used and not defined in this Agreement shall have the meanings given to such terms in the Loan Agreement);

WHEREAS, pursuant to the terms of the Security Agreement, Pledge and Collateral Assignment dated as of September 1, 2023, by and among Borrowers and Lender (the "Security Agreement"), Grantor has granted to Lender a security interest in all of the trademarks and trademark applications owned or at any time hereafter acquired by Grantor or in which Grantor now has or at any time in the future may acquire any right, title, or interest in or to, as collateral to secure the Obligations;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereby agree as follows:

1. Grantor does hereby grant to Lender a security interest in the following property, wherever arising or located the "Trademark Collateral"): all of Grantor's right, title and interest in and to the Trademarks and Trademark Applications now owned or at any time hereafter acquired by Grantor or in which Grantor now has or at any time in the future may acquire any right, title, interest or license to, including all proceeds and products of any and all of the foregoing.
2. Grantor does hereby further acknowledge and affirm that the rights and remedies of Lender with respect to its security interests in the Trademark Collateral made and granted herein are more fully set forth in the Loan Agreement and the Security Agreement, the terms and provisions of which are incorporated by reference herein.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Grantor has caused this Agreement to be duly executed and delivered as of the date first above written.

POWER TAKEOFF, INC.

By: Peter Widmer
Peter Widmer
Co-Chief Executive Officer and
Chief Business Officer

STATE OF COLORADO §
§
COUNTY OF Denver §

This instrument was acknowledged before me on the 29 day of August, 2023, by Peter Widmer, Co-Chief Executive Officer and Chief Business Officer of POWER TAKEOFF, INC., a Colorado corporation, on behalf of said corporation.

DICEZERAE CABALLERO
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20224020588
MY COMMISSION EXPIRES MAY 23, 2026

[Signature]
Notary Public in and for The
State of COLORADO

LENDER:

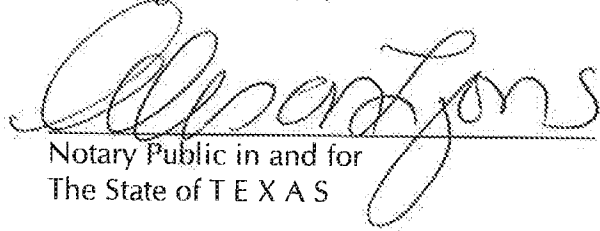
FIRST HORIZON BANK

By: _____

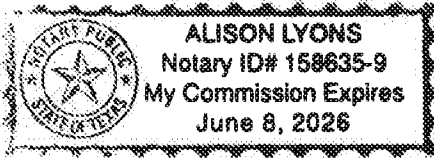
Christopher Rios
Vice President

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was ACKNOWLEDGED before me, on the 28 day of August, 2023, by Christopher Rios, Vice President of FIRST HORIZON BANK, a Tennessee state banking association, on behalf of said state banking association.



Notary Public in and for
The State of T E X A S



SIGNATURE PAGE TO INTELLECTUAL PROPERTY SECURITY AGREEMENT
[TRADEMARKS]

TRADEMARK
REEL: 008185 FRAME: 0862

SCHEDULE A

Trademarks

Registered Trademarks				
Country	Trademark	Serial No.	Registration No.	Registration Date
USA	VIRTUAL RETRO-COMMISSIONING	90840886	7014272	March 28, 2023
USA	VIRTUAL CX	90572010	7063921	May 23, 2023
USA	UTILITY INTELLIGENCE PLATFORM	90572002	7063920	May 23, 2023
USA	VIRTUAL COMMISSIONING	90126864	7020780	April 4, 2023
USA	VIRTUAL RETROCOMMISSIONING	90078344	7063901	May 23, 2023
USA	VIRTUAL COMMISSIONING	90062110	7050719	May 9, 2023
USA	VIRTUAL RECOMMISSIONING	90041975	7063900	May 23, 2023
USA	VIRTUAL RETROCOMMISSIONING	90030991	7063899	May 23, 2023
USA	VIRTUAL RCX	90018018	7063898	May 23, 2023
USA	VCX	88935623	6466424	August 31, 2021
USA	VCX	88918157	6688864	April 5, 2022
USA	ENERGY ADVISOR PROGRAM	87740194	5557415	September 4, 2018
USA	ENERGY ADVISOR	87751846	5544837	August 21, 2018
USA	POWER TAKEOFF	86103136	4655209	December 16, 2014

Pending Trademark Applications			
Country	Trademark	Serial No.	Filing Date
USA	VIRTUAL COMMISSIONING (VCX)	97259654	February 9, 2022

USA	VSEM	97259659	February 9, 2022
USA	VIRTUAL SEM	97259657	February 9, 2022

Trademark Applications in Preparation				
Country	Docket No.	Expected Filing Date	Owner	Title
[NONE]	[NONE]	[NONE]	[NONE]	[NONE]