

Form PTO-1594 (Rev. 01-09)
OMB Collection 0651-0027 (exp. 02/28/2009)

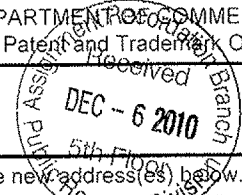
12-06-2010

U.S. DEPARTMENT OF COMMERCE
States Patent and Trademark Office

RECORDED
TR



103612947



To the Director of the U. S. Patent and Trademark Office, please record the attached documents or the new address(es) below.

12/6/10

1. Name of conveying party(ies):

NRG Systems, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation- State: Vermont
- Other _____

Citizenship (see guidelines) US

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: TD Bank, N.A.

Internal

Address: _____

Street Address: 110 Main Street

City: Burlington

State: Vermont

Country: USA

Zip: 05401

Association Citizenship US

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship _____

Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) November 30, 2010

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

See Attached Schedule A

B. Trademark Registration No.(s)

See Attached Schedule A

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Carroll & Scribner, P.C.

Internal Address: _____

Street Address: 84 Pine Street, Suite 300

City: Burlington

State: Vermont

Zip: 05401

Phone Number: 802-862-2855

Fax Number: 802-865-9727

Email Address: mscribner@cslaw.us

6. Total number of applications and registrations involved:

10

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$265.00

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

12/06/2010 H10N11 00000049 3866792

01 FC:8521 40.00 OP
Deposit Account Number _____ 225.00 OP

Authorized User Name _____

9. Signature:

Mark H. Scribner
Signature

12-2-10
Date

Mark H. Scribner, Esq.

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CONTINUATION OF ITEM 4

SCHEDULE A

<u>Mark</u>	<u>Registration or Application No.</u>	<u>Filing or Registration Date</u>
SYMPHONIEPLUS	Reg. No. 3,866,792	October 26, 2010
SYMPHONIE	Reg. No. 3,866,790	October 26, 2010
GLOBAL LEADER IN WIND MEASUREMENT TECHNOLOGY	Reg. No. 3,846,804 (Supplemental Register)	September 7, 2010
NRG SYSTEMS	Reg. No. 3,879,008	November 23, 2010
NRG SYSTEMS	Ser. No. 77/938097	Filed February 17, 2010
ENVIROCRATE	Ser. No. 85/015802	Filed April 16, 2010
WINDPORTAL	Ser. No. 85/015861	Filed April 16, 2010
WINDLINX	Ser. No. 85/001796	Filed March 30, 2010
ECHOMET	Ser. No. 78/961340	Filed August 27, 2006
GRAND SYMPHONIE	Ser. No. 77/937988	Filed February 17, 2010

TRADEMARK ASSIGNMENT OF SECURITY INTEREST

WHEREAS, NRG Systems, Inc., a corporation formed under the laws of Vermont, with a principal place of business at 110 Riggs Road, Hinesburg, Vermont (the "Borrower"), has adopted, used, is using or has a bona fide intent to use the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to **TD Bank, N.A.** ("Lender") pursuant to (i) a certain Loan and Security Agreement, dated the date hereof and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Borrower in favor of Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower is granting to Lender for its benefit a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefore;

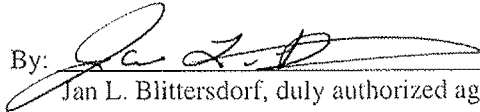
NOW, THEREFORE, for good and valuable consideration and the financial accommodations provided Companies by Lender, receipt of which is hereby acknowledged, Borrower hereby assigns unto Lender for its benefit and grants to Lender for its benefit a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

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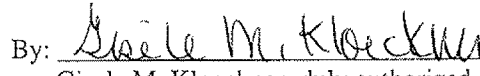
Borrower expressly acknowledges and affirms that the rights and remedies of Lender with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated at Burlington, Vermont as of November 30, 2010.

NRG SYSTEMS, INC.
Borrower

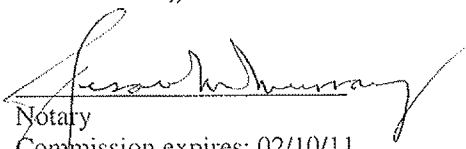
By: 
Jan L. Blittersdorf, duly authorized agent

TD BANK, N.A.
Lender

By: 
Gisele M. Kloeckner, duly authorized agent


STATE OF VERMONT
CHITTENDEN COUNTY, SS.

At Burlington, this 30th day of November, 2010, personally appeared Jan L. Blittersdorf, on behalf of **NRG SYSTEMS, INC.**, and she acknowledged this instrument by her sealed and subscribed, to be her free act and deed, and the free act and deed of **NRG SYSTEMS,, INC.**

Before me, 
Notary
Commission expires: 02/10/11

STATE OF VERMONT
CHITTENDEN COUNTY, SS.

At Burlington, this 30th day of November, 2010, personally appeared Gisele M. Kloeckner on behalf **TD BANK, N.A.**, and she acknowledged this instrument by her sealed and subscribed, to be her free act and deed, and the free act and deed of **TD BANK, N.A.**

Before me, 
Notary
Commission expires: 02/10/11

SCHEDULE A

NRG Systems, Inc. – Trademarks

SYMPHONIEPLUS	U.S. Reg. No. 3,866,792	October 26, 2010
SYMPHONIE	U.S. Reg. No. 3,866,790	October 26, 2010
GLOBAL LEADER IN WIND MEASUREMENT TECHNOLOGY	U.S. Reg. No. 3,846,804 (Supplemental Register)	September 7, 2010
NRG SYSTEMS (word mark)	U.S. Reg. No. 3,879,008	November 23, 2010
NRG SYSTEMS (design and mark)	U.S. Ser. No. 77/938097	Filed February 17, 2010
ENVIROCRATE	U.S. Ser. No. 85/015802	Filed April 16, 2010
WINDPORTAL	U.S. Ser. No. 85/015861	Filed April 16, 2010
WINDLINX	U.S. Ser. No. 85/001796	Filed March 30, 2010
ECHOMET	U.S. Ser. No. 78/961340	Filed August 27, 2006
GRAND SYMPHONIE	U.S. Ser. No. 77/937988	Filed February 17, 2010
NRG SYSTEMS (word mark)	International Registration No. 1 052 425	Registration Date August 5, 2010
NRG 200P	Common Law	
ICEFREE3	Common Law	2002
ICEFREE HYBRID	Common Law	2004
NRG TALLTOWER	Common Law	1985
XHD TALLTOWER	Common Law	2007
NOW SYSTEM	Common Law	2007
#40	Common Law	

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