

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM427060

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PACIFIC POWER GROUP LLC		02/16/2017	Limited Liability Company: WASHINGTON
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A.		
Street Address:	400 4th Street		
City:	Lake Oswego		
State/Country:	OREGON		
Postal Code:	97034		
Entity Type:	National Banking Association: OREGON		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	5001251	PACIFIC POWER GROUP	
Registration Number:	5001250	PACIFIC MARINE POWER	
Registration Number:	2631196	NORTH TRENDS	
CORRESPONDENCE DATA			
Fax Number:	7037125050		
<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:	703-712-5352		
Email:	jmiller@mcguirewoods.com		
Correspondent Name:	Joyce Miller		
Address Line 1:	1750 Tysons Blvd.		
Address Line 2:	Suite 1800		
Address Line 4:	Tysons, VIRGINIA 22102		
NAME OF SUBMITTER:	Joyce Miller		
SIGNATURE:	/Joyce Miller/		
DATE SIGNED:	05/10/2017		
Total Attachments: 4			
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**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

February 16, 2017

PACIFIC POWER GROUP, LLC, a Washington limited liability company ("Debtor"), hereby acknowledges that it has granted to **BANK OF AMERICA, N.A.**, a national banking association ("Lender"), whose address is 400 4th Street, Lake Oswego, Oregon, 97034, a security interest in and to all of Debtor's right, title and interest in and to: the trademarks and trademark registrations and applications therefor owned by Debtor which are identified on Exhibit A attached hereto and herein incorporated by this reference (the "Trademarks"), together with the goodwill and assets of Debtor's business, as set forth in the Loan Agreement (as defined below), and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interests are contained in that certain Loan and Security Agreement, dated as of February __, 2017 (as amended, restated, amended or restated, supplemented or otherwise modified from time to time, the "Loan Agreement"), by and among Debtor, **SOUTHWEST PRODUCTS CORPORATION**, an Arizona corporation and Lender, as security for the Obligations (as defined in the Loan Agreement) as set forth in the Loan Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Lender may have in any other collateral described in the Loan Agreement or otherwise.

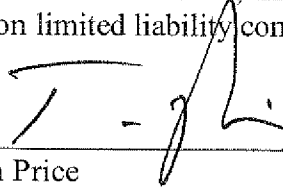
The undersigned Debtor and the Lender hereby acknowledge and agree that the security interest in the foregoing Trademarks may only be terminated in accordance with the terms of the Loan Agreement.

[Signature Pages Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this Memorandum and Notice of Security Interest in Intellectual Property as of the date first written above.

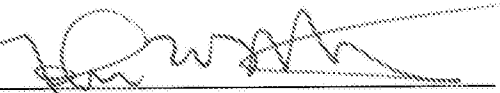
DEBTOR:

PACIFIC POWER GROUP, LLC,
a Washington limited liability company

By: 
Name: Tim Price
Title: CEO

LENDER:

BANK OF AMERICA, N.A.

By: 

Name: John Mundstock

Title: Senior Vice President

EXHIBIT A

TRADEMARKS

MARK	SERIAL NO.	FILING DATE	REG. NO.	REG. DATE	STATUS
PACIFIC POWER GROUP	86/648947	06/02/2015	5001251	07/19/2016	REGISTERED
PACIFIC MARINE POWER	86/648718	06/02/2015	5001250	07/19/2016	REGISTERED
NORTH TRENDS	76/304983	08/24/2001	2631196	10/08/2002	REGISTERED