

**PATENT ASSIGNMENT**

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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
Net Metering, Inc.	02/09/2011
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	NetESCO LLC
<b>Street Address:</b>	3805 Cutshaw Avenue
<b>Internal Address:</b>	Suite 501
<b>City:</b>	Richmond
<b>State/Country:</b>	VIRGINIA
<b>Postal Code:</b>	23230
<b>PROPERTY NUMBERS Total: 1</b>	
<b>Property Type</b>	<b>Number</b>
<b>Application Number:</b>	12960149
<b>CORRESPONDENCE DATA</b>	
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<b>ATTORNEY DOCKET NUMBER:</b>	0571/007603.00002
<b>NAME OF SUBMITTER:</b>	Michael S. Cuiello

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Total Attachments: 3  
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**PATENT**  
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## ASSIGNMENT

WHEREAS, NET METERING, INC. (hereinafter **ASSIGNOR**), having a place of business at 3805 Cutshaw Avenue, Suite 501, Richmond, VA 23230, are the owners of all rights to the inventions described in the applications listed in the attached Appendix A; and

WHEREAS, NetESCO LLC (hereinafter **ASSIGNEE**), having a place of business at 3805 Cutshaw Avenue, Suite 501, Richmond, VA 23230, is desirous of acquiring, the entire right, title and interest in and to the aforesaid inventions and in and to any Letters Patent of the United States or any foreign country which may be granted therefore;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **ASSIGNOR** by these presents do hereby sell, assign and transfer unto **ASSIGNEE**, its successors, legal representatives and assigns, the full, exclusive and worldwide right in and to said inventions as described in said applications, and in and to any patents and legal equivalents thereof anywhere in the world which may be granted for said inventions and in and to any and all divisions, reissues, continuations, extensions and renewals thereof, including the right to claim priority to the applications listed in Appendix A;

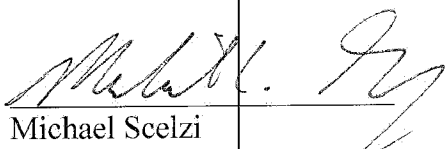
AND **ASSIGNOR** authorizes and requests the Commissioner of Patents and Trademarks or any other proper officer or agency of any country to issue all said Letters Patent to **ASSIGNEE**;

AND **ASSIGNOR** hereby warrants and covenants that it has full right to convey its entire interest herein assigned and that it has not executed and will not execute any instrument or assignment in conflict herewith;

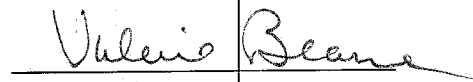
AND ASSIGNOR hereby agrees to communicate to ASSIGNEE or its representatives any facts known to us respecting said inventions, to execute all divisional, continuation, reissue and foreign applications, sign all lawful documents and make all rightful oaths relating to said inventions, and to testify in any judicial or administrative proceeding and generally do everything possible to aid ASSIGNEE to obtain and enforce said Letters Patent in the United States or any foreign country when requested so to do by ASSIGNEE.

NET METERING, INC

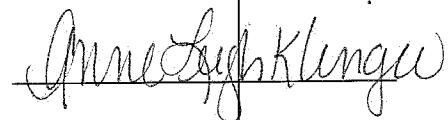
Date: 2-9-2011

  
Michael Scelzi  
Chief Executive Officer  
3805 Cutshaw Ave. Suite 501  
Richmond, VA 23230

Date: 2/9/11

  
Valerie Beane  
Witness

Date: 2/9/11

  
Anne-Lydia Klingew  
Witness

## Appendix A

1. U.S. Patent Application No. 12/960,149 (filed December 3, 2010, entitled "DETERMINING ENERGY CONSUMPTION IN A STRUCTURE")
2. U.S. Patent Application No. 12/557,992 (filed September 9, 2009, entitled "DETERMINING CONSUMPTION AND/OR GENERATION OF CONSUMABLE PRODUCTS IN A DISTRIBUTION SYSTEM")

