

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Accent Energy Group LLC		01/01/2012	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Fifth Third Bank, as Agent
Street Address:	38 Fountain Square Plaza
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45263
Entity Type:	Banking Corporation: OHIO

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	2800978	ACCENT ENERGY
Registration Number:	2800977	ACCENT ENERGY
Registration Number:	3671076	ACCENT ENERGY IT'S GOOD ENERGY
Registration Number:	3649505	CLEANCLIMATE
Registration Number:	3671769	CONSERVEEARN
Registration Number:	3764006	GOACCENT
Registration Number:	3587840	GOGREEN BY ACCENT ENERGY
Registration Number:	3587841	GOGREEN PREMIUM BY ACCENT ENERGY
Registration Number:	3502443	MARKETMINDER BY ACCENT ENERGY
Registration Number:	3293177	
Registration Number:	3806543	MYACCENT
Registration Number:	3405249	RATEESCAPE
Registration Number:	3745540	SAVEORGETPAID
Serial Number:	77160752	ITSMYENERGY BY ACCENT ENERGY

CH \$365.00 2800978

TRADEMARK

CORRESPONDENCE DATA

Fax Number: (312)803-5299
Phone: (312) 845-3430
Email: kalwa@chapman.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Richard Kalwa
Address Line 1: 111 West Monroe Street
Address Line 2: Chapman and Cutler LLP
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	1580984
NAME OF SUBMITTER:	Richard Kalwa
Signature:	/richard kalwa/
Date:	01/04/2012
Total Attachments: 5 source=3123324#page1.tif source=3123324#page2.tif source=3123324#page3.tif source=3123324#page4.tif source=3123324#page5.tif	

TRADEMARK COLLATERAL AGREEMENT

This 1st day of January, 2012, ACCENT ENERGY GROUP LLC, a Delaware limited liability company ("*Debtor*"), with its principal place of business and mailing address at 6100 Emerald Parkway, Dublin, Ohio 43016, in consideration of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, assigns, mortgages and pledges to Fifth Third Bank, an Ohio banking corporation ("*Fifth Third*"), with its mailing address at 38 Fountain Square Plaza, Cincinnati, Ohio 45263, acting as administrative agent hereunder for the Secured Creditors as defined in the Security Agreement referred to below, and its successors and assigns (Fifth Third acting as such administrative agent and any successor(s) or assign(s) to Fifth Third acting in such capacity being hereinafter referred to as the "*Agent*"), and grants to the Agent for the benefit of the Secured Creditors a continuing security interest in, the following property:

(i) Each trademark, trademark registration, and trademark application listed on Schedule A hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration, and trademark application; and

(ii) All proceeds of the foregoing, including without limitation any claim by Debtor against third parties for damages by reason of past, present or future infringement of any trademark, trademark registration, or trademark application listed on Schedule A hereto or by reason of injury to the goodwill associated with any such trademark, trademark registration, or trademark application, in each case together with the right to sue for and collect said damages;

to secure the payment and performance of all Secured Obligations as set out in that certain Amended and Restated Security Agreement dated as of October 18, 2010 among Debtor, Agent and the other debtors party thereto, as the same may be amended, modified, supplemented or restated from time to time (the "*Security Agreement*"). All capitalized terms used herein without definition have the meanings given to such terms in the Security Agreement.

Notwithstanding anything herein to the contrary, this Trademark Collateral Agreement shall not operate as a sale, transfer, conveyance or other assignment to Agent of any applications by Debtor for a trademark based on an intent to use the same if and so long as such application is pending without a Statement of Use having been filed and accepted (such pending applications which are based on intent to use being hereinafter referred to collectively as "*Intent-To-Use Applications*"), but rather, if and so long as Debtor's Intent-To-Use Application is pending without a Statement of Use having been filed and accepted, then this Trademark Collateral Agreement shall operate only to create a security interest for collateral purposes in favor of Agent on such Intent-To-Use Application as collateral security for the Secured Obligations. When a Statement of Use is filed and accepted by the Trademark Office, then that application shall cease to be partly exempted from this Agreement.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the assignment, mortgage, pledge and security interest in the trademarks, trademark registrations, and trademark applications made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

[SIGNATURE PAGES FOLLOWS]

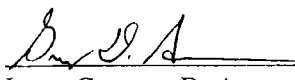
IN WITNESS WHEREOF, Debtor has caused this Trademark Collateral Agreement to be duly executed as of the date and year last above written.

ACCENT ENERGY GROUP LLC

By _____
Name _____
Title _____



Accepted and agreed to as of the date and year last above written.

FIFTH THIRD BANK, as Agent

By  _____
Name Gregory D. Amoroso
Title Vice President

**SCHEDULE A
TO TRADEMARK COLLATERAL AGREEMENT**

**REGISTERED TRADEMARKS
AND TRADEMARK APPLICATIONS**

Trademark	Status	Application or Registration Number	Filing or Registration Date
ITSMYENERGY BY ACCENT ENERGY	Published	77/160,752	19-Apr-2007
ACCENT ENERGY	Registered	2,800,978	30-Dec-2003
ACCENT ENERGY and Design	Registered	2,800,977	30-Dec-2003
			
ACCENT ENERGY IT'S GOOD ENERGY	Registered	3,671,076	18-Aug-2009
CLEANCLIMATE	Registered	3,649,505	07-Jul-2009
CONSERVEEARN	Registered	3,671,769	25-Aug-2009
GOACCENT	Registered	3,764,006	23-Mar-2010
GOGREEN BY ACCENT ENERGY	Registered	3,587,840	10-Mar-2009
GOGREEN PREMIUM BY ACCENT ENERGY	Registered	3,587,841	10-Mar-2009
MARKETMINDER BY ACCENT ENERGY	Registered	3,502,443	16-Sep-2008
Miscellaneous Triangle Design	Registered	3,293,177	18-Sep-2007
			
MYACCENT	Registered	3,806,543	22-Jun-2010
RATEESCAPE	Registered	3,405,249	01-Apr-2008
SAVEORGETPAID	Registered	3,745,540	02-Feb-2010