

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
U.S. Bank National Association		08/21/2012	National Association: UNITED STATES
Barclays Bank PLC		08/21/2012	Public Limited Company: UNITED KINGDOM

RECEIVING PARTY DATA

Name:	Colorado Energy Management, LLC
Street Address:	2575 Park Lane, Suite 200
City:	Lafayette
State/Country:	COLORADO
Postal Code:	80026
Entity Type:	LIMITED LIABILITY COMPANY: COLORADO

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	3895682	COLORADO ENERGY
Registration Number:	3895683	COLORADO ENERGY
Registration Number:	4148542	CE COLORADO ENERGY
Registration Number:	4152505	CE COLORADO ENERGY

CORRESPONDENCE DATA

Fax Number: 3038660200
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 303-861-7000
 Email: carol.donahue@bryancave.com
 Correspondent Name: Bryan Cave LLP
 Address Line 1: 1700 Lincoln Street, Suite 4100
 Address Line 2: attn: Carol Donahue
 Address Line 4: Denver, COLORADO 80203

TRADEMARK

ATTORNEY DOCKET NUMBER:	0340990
NAME OF SUBMITTER:	Carol Donahue
Signature:	/ Carol Donahue /
Date:	08/22/2012
Total Attachments: 6 source=Termination and Release Second Lien IP (Execution Copy)#page1.tif source=Termination and Release Second Lien IP (Execution Copy)#page2.tif source=Termination and Release Second Lien IP (Execution Copy)#page3.tif source=Termination and Release Second Lien IP (Execution Copy)#page4.tif source=Termination and Release Second Lien IP (Execution Copy)#page5.tif source=Termination and Release Second Lien IP (Execution Copy)#page6.tif	

**TERMINATION AND RELEASE OF SECOND LIEN INTELLECTUAL PROPERTY
SECURITY AGREEMENT SUPPLEMENT**

WHEREAS, Colorado Energy Management, LLC, a Colorado limited liability company, (“**CEM**”) and Bicent Power LLC, a Delaware limited liability company (“**Bicent**”), and Barclays Bank PLC, a United Kingdom PLC (“**Original Second Lien Collateral Agent**”), were parties to a Second Lien Intellectual Property Security Agreement Supplement, dated September 13, 2011, (the “**Second Lien Intellectual Property Security Agreement Supplement**”), to a Second Lien Security Agreement, dated as of July 10, 2007 (as amended and refinanced from time to time (the “**Second Lien Security Agreement**”));

WHEREAS, under the terms of the Second Lien Security Agreement each of CEM and Bicent agreed to execute and did execute a security interest to the Original Second Lien Collateral Agent in certain “Collateral,” as defined in the Second Lien Intellectual Property Security Agreement Supplement; and

WHEREAS, pursuant to the Successor Agent Agreement dated December 30, 2011, among Barclays Bank PLC, U.S. Bank National Association, Bicent and the Parent and Subsidiary Guarantors party thereto (the “Successor Agent Agreement”), U.S. Bank National Association became the successor agent (the “**Successor Agent**”) to the Original Second Lien Collateral Agent;

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

1. Direction. In accordance with Section 6 of the Successor Agent Agreement, the Successor Agent hereby directs the Original Second Lien Collateral Agent to execute this Termination and Release of Second Lien Intellectual Property Security Agreement Supplement.

2. Termination. The Successor Agent and the Original Second Lien Collateral Agent hereby:

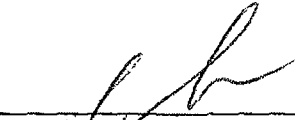
a. terminate and release their security interests to CEM and Bicent in the Collateral as recited in Section 1 of the Second Lien Intellectual Property Security Agreement Supplement, the Collateral including, but not limited to, intellectual property listed in updated Schedules A through C attached hereto; the Successor Agent and the Original Second Lien Collateral Agent further assign all right, title and interest that they may have, if any, in the Collateral to CEM and Bicent; and

b. authorize and request the Commissioner of the United States Patent and Trademark Office to record the existence of this release hereby given, and further authorize recording of this release with other governmental authorities.

IN WITNESS WHEREOF, the Successor Agent and the Original Second Lien Collateral Agent have caused this Termination and Release of Second Lien Intellectual Property Security Agreement Supplement to be duly executed and delivered by their officers as of the date shown below.

Successor Agent:

U.S. Bank National Association

Signed:  _____

Printed Name: **Scott D. DeRoss** _____

Title: **Vice President** _____

Date: **8/21/2012** _____

SIGNATURE PAGE TO TERMINATION AND RELEASE (SECOND LIEN)

TRADEMARK
REEL: 004847 FRAME: 0797

Successor Agent:

U.S. Bank National Association

Signed: _____


Printed Name: _____

Title: _____

Date: _____

Original Second Lien Collateral Agent:

Barclays Bank PLC

Signed.  _____

Printed Name: DAVID BARTON

Title: DIRECTOR

Date: 8/21/2012

**Schedule A
to
Termination and Release of Second Lien Intellectual Property Security Agreement
Supplement**

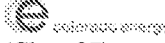
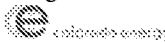
PATENTS AND PATENT APPLICATIONS

Assignee	Patent Titles	Country	Patent No.	App. No.	Filing Date	Issue Date
Bicent Power LLC	System and Method for Gas Turbine Chilled Water Storage Discharge Control and/or Gas Turbine Output Control	US		61/222,800	07/02/2009 (Expired provisional application)	
Bicent Power LLC	System and Method for Gas Turbine Chilled Water Storage Discharge Control and/or Gas Turbine Output Control	US		12/822,016	06/23/2010 (Pending) (Published as US 2011-0001324 A1)	

Schedule B
to
Termination and Release of Second Lien Intellectual Property Security Agreement
Supplement

TRADEMARKS AND SERVICE MARKS

Trademark and Service Mark Registrations

<u>Registrant</u>	<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>App. No.</u>	<u>Filing Date</u>	<u>Issue Date</u>
Colorado Energy Management, LLC	US	COLORADO ENERGY (Class 37)	3,895,682	77/857,801	10/26/2009	12/21/2010
Colorado Energy Management, LLC	US	COLORADO ENERGY (Class 42)	3,895,683	77/857,804	10/26/2009	12/21/2010
Colorado Energy Management, LLC	US	COLORADO ENERGY & design  (Class 37)	4,148,542	85/117,582	08/27/2010	05/29/2012
Colorado Energy Management, LLC	US	COLORADO ENERGY & design  (Class 42)	4,152,505	85/117,587	08/27/2010	06/05/2012

**Schedule C
to
Termination and Release of Second Lien Intellectual Property Security Agreement
Supplement**

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None