

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM342448

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT AND ASSUMPTION OF SECURITY INTERESTS IN TRADEMARKS

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
FCC, LLC D/B/A FIRST CAPITAL		05/18/2015	LIMITED LIABILITY COMPANY: FLORIDA

## RECEIVING PARTY DATA

<b>Name:</b>	ACF FINCO I LP
<b>Street Address:</b>	580 WHITE PLAINS ROAD, 6TH FLOOR
<b>City:</b>	TARRYTOWN
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10591
<b>Entity Type:</b>	LIMITED PARTNERSHIP: DELAWARE

## PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	2997743	BRIGHT LIGHTS. BRIGHT IDEAS.
Registration Number:	4039148	DEFINITY
Registration Number:	4226895	FOREFRONT
Registration Number:	4139111	GLIMPSE
Registration Number:	3948258	LIGHTING SCIENCE
Registration Number:	3121689	LIGHTING SCIENCE
Registration Number:	3929071	LIGHTING SCIENCE
Registration Number:	4252769	LIGHTINGSCIENCE
Registration Number:	4455562	LIGHTING SCIENCE BAYLIGHT
Registration Number:	4207099	PRIZMALINE
Registration Number:	4067672	PROLIFIC
Registration Number:	4176593	ROADMASTER
Registration Number:	3791824	TITAN
Registration Number:	3783178	TITANTURBO
Registration Number:	4336387	WELCOME TO THE LIGHT AGES
Serial Number:	85969012	COASTAL
Serial Number:	85774635	PIXELVIEW

OP \$440.00 2997743

**CORRESPONDENCE DATA****Fax Number:** 7147558290*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.***Phone:** 714-540-1235**Email:** ipdocket@lw.com**Correspondent Name:** Latham & Watkins LLP**Address Line 1:** 650 Town Center Drive, Suite 2000**Address Line 4:** Costa Mesa, CALIFORNIA 92626**ATTORNEY DOCKET NUMBER:** 030205-0194**NAME OF SUBMITTER:** Anna T Kwan**SIGNATURE:** /atk/**DATE SIGNED:** 05/26/2015**Total Attachments: 5**

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ASSIGNMENT AND ASSUMPTION OF SECURITY INTERESTS IN TRADEMARKS

Reference is made to each respective Loan Agreement by and among each Grantor and FCC, LLC (the "Existing Lender"), and pursuant to the Trademark Security Agreements recorded with the U.S. Patent and Trademark Office on each of the dates, and Reel and Frame numbers set forth in the Schedule below, where each Grantor granted and pledged to Lender a security interest in all of such Grantor's right, title and interest in, to and under its present, existing and hereafter acquired Intellectual Property Collateral.

WHEREAS, FCC, LLC d/b/a First Capital, as Agent, a Florida limited liability company with an address of 3350 Riverwood Parkway, Suite 1750, Atlanta, Georgia 30339 (hereinafter the "Assignor") was assigned a security interest in the trademarks listed in the attached schedule (hereinafter the "Security Interests");

WHEREAS, ACF FinCo I LP, a Delaware limited partnership with an address of 580 White Plains Road, 6th Floor, Tarrytown, New York 10591 (hereinafter the "Assignee"), is desirous of acquiring the entire right, title and interest of the Assignor in the Security Interests;

The effective date of this Assignment and Assumption shall be May 10, 2015 (the "Effective Date"). As of the Effective Date, the Existing Lender hereby irrevocably assigns to ACF FinCo I LP, and ACF FinCo I LP hereby assumes from the Existing Lender, the Trademark Security Agreements and all rights, remedies, obligations and other interests of the Existing Lender thereunder.


THEREFORE, BE IT KNOWN that for and in consideration of value received, Assignor hereby sells, assigns, and transfers the entire right, title and interest in and to the said Security Interests unto Assignee, its successors and assigns.

This Assignment and Assumption may be executed in counterparts (and by different parties hereto in different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. Delivery of an executed counterpart of a signature page of this Assignment and Assumption by facsimile or other electronic imaging means shall be effective as delivery of a manually executed counterpart of this Assignment and Assumption.

FCC, LLC d/b/a First Capital, as Agent

ACF FINCO I LP

By: 

By: 

Name: R. Lee Wilson

Name: JAMES MILLER

Title: Chief Executive Officer

Title: Vice President

SCHEDULE

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>5268/0933</u>	<u>Recordation Date</u>	<u>Grantors</u>
BRIGHT LIGHTS. BRIGHT IDEAS.	78450609	2997743	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION  BIOLOGICAL ILLUMINATION, LLC
DEFINITY	77922494	4039148	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION  BIOLOGICAL ILLUMINATION, LLC
FOREFRONT	85358148	4226895	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION  BIOLOGICAL ILLUMINATION, LLC
GLIMPSE	85424899	4139111	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION  BIOLOGICAL ILLUMINATION, LLC
LIGHTING SCIENCE	77655144	3948258	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION  BIOLOGICAL ILLUMINATION, LLC

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>5268/0933</u>	<u>Recordation Date</u>	<u>Grantors</u>
LIGHTING SCIENCE	78441797	3121689	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION BIOLOGICAL ILLUMINATION, LLC
LIGHTING SCIENCE	77655155	3929071	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION BIOLOGICAL ILLUMINATION, LLC
LIGHTING SCIENCE (Stylized) AND DESIGN	85465652	4252769	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION BIOLOGICAL ILLUMINATION, LLC
Lighting Science BayLight	85467321	4455562	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION BIOLOGICAL ILLUMINATION, LLC
PRIZMALINE	85321285	4207099	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION BIOLOGICAL ILLUMINATION, LLC

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>5268/0933</u>	<u>Recordation Date</u>	<u>Grantors</u>
PROLIFIC	77720823	4067672	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION  BIOLOGICAL ILLUMINATION, LLC
ROADMASTER	85260785	4176593	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION  BIOLOGICAL ILLUMINATION, LLC
TITAN	77283721	3791824	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION  BIOLOGICAL ILLUMINATION, LLC
TITANTURBO	77283707	3783178	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION  BIOLOGICAL ILLUMINATION, LLC
WELCOME TO THE LIGHT AGES	85978990	4336387	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION  BIOLOGICAL ILLUMINATION, LLC

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>5268/0933</u>	<u>Recordation Date</u>	<u>Grantors</u>
Coastal	85969012	NONE	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION  BIOLOGICAL ILLUMINATION, LLC
PIXELVIEW	85774635	NONE	5268/0933	4/28/2014	LIGHTING SCIENCE GROUP CORPORATION  BIOLOGICAL ILLUMINATION, LLC