

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
ONEAC Corporation		09/09/2011	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	Fifth Third Bank, as Agent
Street Address:	222 South Riverside Plaza
Internal Address:	30th Floor
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60606
Entity Type:	banking corporation: OHIO

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	2713659	ONEGROUND
Registration Number:	2627649	SINERGY
Registration Number:	2608021	MANAGEUPS
Registration Number:	2144158	ONBOOST
Registration Number:	2113865	MOPUPS
Registration Number:	2108842	ON SERIES
Registration Number:	1829294	ONEAC
Registration Number:	1605057	ONEAC
Registration Number:	1568126	ONEVIEW
Registration Number:	1569423	ONEGRAPH
Registration Number:	1552608	ONLINE
Registration Number:	1513382	ENVIRONMENTAL REFERENCE GROUND
Registration Number:	1487442	VIRTUAL KELVIN GROUND

CH \$390.00 2713659

Registration Number:	1195061	ONEAC
Registration Number:	1200271	CONDITION ONE

CORRESPONDENCE DATA

Fax Number: (312)609-5005
Phone: (312) 609-7838
Email: podonoghue@vedderprice.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Patricia O'Donoghue, Vedder Price P.C.
Address Line 1: 222 North LaSalle Street
Address Line 2: Suite 2500
Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	31417000033-D.SCHOENDORFF
NAME OF SUBMITTER:	Patricia O'Donoghue
Signature:	/Patricia O'Donoghue/
Date:	09/14/2011

Total Attachments: 6
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**CONFIRMATORY ASSIGNMENT OF SECURITY INTEREST
IN UNITED STATES PATENTS, TRADEMARKS, AND COPYRIGHTS**

THIS CONFIRMATORY ASSIGNMENT OF SECURITY INTEREST IN UNITED STATES PATENTS, TRADEMARKS, AND COPYRIGHTS (the “**Confirmatory Assignment**”) is made effective as of September 9, 2011, by and from ONEAC CORPORATION, an Illinois corporation (the, “**Assignor**”), whose principal address is 27944 N. Bradley Road, Libertyville, Illinois 60048-9700, to and in favor of FIFTH THIRD BANK, whose principal address is 222 S. Riverside Plaza, 30th Floor, Chicago, Illinois 60606, as agent (“**Assignee**”) for the lenders (the “**Lenders**”) from time to time parties to that certain Loan Agreement dated as of April 30, 2010 by and among Powervar, Inc., an Illinois corporation (“**Powervar**”), Assignor, Assignee and the Lenders, as amended, amended and restated, supplemented or otherwise modified from time to time.

WHEREAS, Powervar, Assignor and Assignee have entered into a Joinder and Amendment No. 1 to Security Agreement dated as of even date herewith, which amends that certain Security Agreement dated as April 30, 2010 (as may be further amended, amended and restated, supplemented or otherwise modified from time to time, the “**Security Agreement**”) pursuant to which each of Assignor, Oneac Holding Corp. and Powervar has granted Assignee, for the benefit of the Lenders, a security interest in substantially all of its personal property and assets;

WHEREAS, Assignor is the owner of the patents (the “**Patents**”), the trademarks and the goodwill of the business in connection therewith (the “**Trademarks**”), and the copyrights (the “**Copyrights**”), all listed on Exhibit A attached hereto, which Patents are issued or pending with the United States Patent and Trademark Office; which Trademarks are registered or pending registration with the United States Patent and Trademark Office; and which Copyrights are registered or pending with the United States Copyright Office.

WHEREAS, this Confirmatory Assignment has been granted in conjunction with the security interest granted to Assignee under the Security Agreement;

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

- 1) Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Security Agreement.
- 2) The Security Interest.
 - (a) This Confirmatory Assignment is made to secure the satisfactory performance and payment of all the Obligations of Assignor, pursuant to the Security Agreement. Upon the payment in full of all Obligations (other than contingent indemnification obligations) and all commitments of the Lenders to lend under the Loan Agreement have terminated or expired and all Swap Agreements have terminated and all Letters of Credit have terminated or cash collateralized pursuant to Section

6.5 of the Loan Agreement, Assignee shall, upon such satisfaction, execute, acknowledge, and deliver to Assignor an instrument in writing releasing the security interest in the Patents, Trademarks, and Copyrights acquired under this Confirmatory Assignment.

- (b) The Assignor hereby assigns and grants to Assignee, for the benefit of the Lenders, a security interest in (1) all of Assignor's right, title and interest in and to the Patents, Trademarks, and Copyrights set forth on Exhibit A, now owned or from time to time after the date hereof owned or acquired by the Assignor, together with (2) all proceeds and products of the Patents, Trademarks, and Copyrights, and (3) all causes of action arising prior to or after the date hereof for infringement of any of the Patents, Trademarks, or Copyrights, or unfair competition regarding the same.
- (c) The rights and remedies of Assignee and the Lenders with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Assignment are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

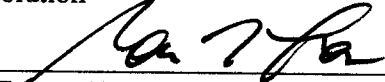
(Signature Pages Follow)

*(Signature Page to Confirmatory Assignment of Security Interest
in U.S. Patents, Trademarks and Copyrights)*

IN WITNESS WHEREOF, the Assignor has executed this Confirmatory Assignment effective as of the above-indicated date.

ASSIGNOR:

ONEAC CORPORATION, an Illinois corporation

By: 
George Z. Lannert
President and Chief Executive Officer

CONFIRMATORY ASSIGNMENT OF SECURITY INTEREST
IN UNITED STATES PATENTS, TRADEMARKS, AND COPYRIGHTS

Exhibit A - SCHEDULE OF PATENTS, TRADEMARKS, AND COPYRIGHTS

Oneac Corporation

Trademark:

<i>MARK</i>	<i>REGISTRATION NO.</i>	<i>REGISTRATION DATE</i>	<i>STATUS</i>
ONEGROUND	2,713,659	May 6, 2003	Active
SINERGY	2,627,649	October 1, 2002	Active
MANAGEUPS	2,608,021	August 13, 2002	Active
ONBOOST	2,144,158	March 17, 1998	Active
MOPUPS	2,113,865	November 18, 1997	Active
ON SERIES	2,108,842	October 28, 1997	Active
ONEAC	1,829,294	April 5, 1994	Active
ONEAC	1,605,057	July 3, 1990	Active
ONEVIEW	1,568,126	November 28, 1989	Active
ONEGRAPH	1,569,423	December 5, 1989	Active
ONLINE	1,552,608	August 22, 1989	Active
ENVIRONMENTAL REFERENCE GROUND	1,513,382	November 22, 1988	Active
VIRTUAL KELVIN GROUND	1,487,442	May 10, 1988	Active
ONEAC	1,195,061	May 11, 1982	Active
CONDITION ONE	1,200,271	July 6, 1982	Active

Patents:

<i>PATENT TITLE</i>	<i>PATENT NO.</i>	<i>ISSUE DATE</i>	<i>STATUS</i>
Telephone line overvoltage protection method and apparatus	5,357,568	October 18, 1994	Active
Telephone line overvoltage protection	5,410,443	April 25, 1995	Active
Telephone line overvoltage protection apparatus	5,359,657	October 25, 1994	Active
Ground skew protection method and apparatus	5,671,110	September 23, 1997	Active
Telephone and Communications Line Overvoltage Protection Apparatus	5,677,820	October 14, 1997	Active
Telephone and data overvoltage protection apparatus including a longitudinal transformer	5,905,623	May 18, 1999	Active
Frequency selective transient voltage protector	6,639,779	October 28, 2003	Active

Copyrights:

<i>TITLE OF WORK</i>	<i>COPYRIGHT REGISTRATION NO.</i>	<i>YEAR</i>
Computer Reliability Versus Utility A C Power	TX0001266967	1983
OG	TX0001266967	1989
Power Conditioning for Peak Performance	PAu000953851	1987
Power for Productivity	TX0000680060	1980
Power Line Peril	PAu000968910	1987
US ASM	TXu000464440	1991