

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Clayton Grp., Inc.		04/27/2004	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Clayton Residential Services, Inc.		
Street Address:	2 Corporate Drive		
City:	Shelton		
State/Country:	CONNECTICUT		
Postal Code:	06484		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2594830	CLAYTON	
CORRESPONDENCE DATA			
Fax Number:	(312)827-8185		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	trademarks@bellboyd.com		
Correspondent Name:	Noelle Day		
Address Line 1:	P.O. Box 1135		
Address Line 4:	Chicago, ILLINOIS 60690-1135		
NAME OF SUBMITTER:	Noelle Day		
Signature:	/noelle day/		
Date:	08/23/2005		
Total Attachments: 2			
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Delaware

PAGE 1

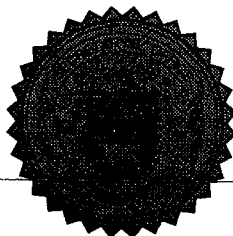
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "THE CLAYTON GRP., INC.", CHANGING ITS NAME FROM "THE CLAYTON GRP., INC." TO "CLAYTON RESIDENTIAL SERVICES, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF APRIL, A.D. 2004, AT 5:50 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

2402578 8100

040306607



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3077540

DATE: 04-28-04

TRADEMARK
REEL: 003145 FRAME: 0322

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:55 PM 04/27/2004
FILED 05:50 PM 04/27/2004
SRV 040306607 - 2402578 FILE

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

THE CLAYTON GRP., INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation duly adopted a resolution proposing and declaring advisable an amendment to the corporation's Certificate of Incorporation changing the corporation's name to:

Clayton Residential Services, Inc.

SECOND: That, in lieu of a meeting and vote of stockholders, the sole stockholder of said corporation has by written consent dated as of April 27, 2004 approved said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 141, 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by its President and Chief Executive Officer on this 27th day of April, 2004.

THE CLAYTON GRP., INC.

By: /s/ Stephen M. Lamando
Name: Stephen M. Lamando
Title: President and Chief Executive Officer

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