

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GMAC Home Services, Inc.		04/20/2006	CORPORATION: DISTRICT OF COLUMBIA
RECEIVING PARTY DATA			
Name:	GMAC Home Services, LLC		
Street Address:	2711 Centerville Road		
Internal Address:	Suite 400		
City:	Wilmington		
State/Country:	DELAWARE		
Postal Code:	19808		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78742599	HOME REWARDS	
CORRESPONDENCE DATA			
Fax Number:	(410)332-8785		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	410-332-8784		
Email:	sflax@saul.com		
Correspondent Name:	Sherry H. Flax		
Address Line 1:	500 E. Pratt St.		
Address Line 2:	Saul Ewing LLP		
Address Line 4:	Baltimore, MARYLAND 21202		
NAME OF SUBMITTER:	Sherry Flax		
Signature:	/sherry flax/		
Date:	04/20/2007		

OP \$40.00 78742599

Total Attachments: 5

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Delaware

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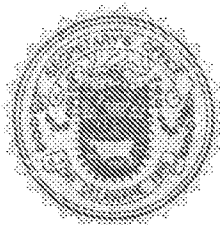
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "GMAC HOME SERVICES, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "GMAC HOME SERVICES, INC." TO "GMAC HOME SERVICES, LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF APRIL, A.D. 2006, AT 1:23 O'CLOCK P.M.

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

2909247 8100V

060368039



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4681992

DATE: 04-20-06

TRADEMARK
REEL: 003526 FRAME: 0539

**CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY
OF
GMAC HOME SERVICES, INC.
TO
GMAC HOME SERVICES, LLC**

This certificate of Conversion to Limited Liability Company dated as of April 20, 2006, has been duly executed and is being filed by GMAC Home Services, Inc., a Delaware corporation (the "Company"), and the second undersigned, as an authorized person of GMAC Home Services, LLC, a Delaware limited liability company (the "LLC"), to convert the Company to the LLC, under the Delaware Limited Liability Company Act (6 Del.C. § 18-101, et seq.) and the General Corporation Law of the State of Delaware (8 Del.C. § 101, et seq.) (the "GCL").

1. The Company's name immediately prior to the filing of this certificate of Conversion to Limited Liability Company was GMAC Home Services, Inc.
2. The Company filed its original certificate of incorporation with the Secretary of State of the State of Delaware and was first incorporated on June 16, 1998 in the State of Delaware, and was incorporated in the State of Delaware immediately prior to the filing of this Certificate of Conversion to Limited Liability Company.
3. The name of the LLC into which the Company shall be converted as set forth in its certificate of formation is GMAC Home Services, LLC.
4. The conversion of the Company to the LLC has been approved in accordance with the provisions of Sections 228 and 266 of the GCL, and Section 18-214 of the Limited Liability Company Act.
5. The conversion of the Company to the LLC shall be effective upon the filing of this Certificate of Conversion to Limited Liability Company and a certificate of formation with the Secretary of State of the State of Delaware.


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*State of Delaware
Secretary of State
Division of Corporations
Delivered 01:36 PM 04/20/2006
FILED 01:23 PM 04/20/2006
SRV 060368039 - 2909247 FILE*

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion to Limited Liability Company as of the date first-written.

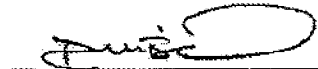
GMAC HOME SERVICES, INC.

By:


Name: David M. Bricker
Title: J.A. CFO

GMAC HOME SERVICES, LLC

By:


Name: David M. Bricker
Authorized Person

Delaware

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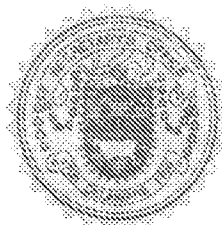
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "GMAC HOME SERVICES, LLC" FILED IN THIS OFFICE ON THE TWENTIETH DAY OF APRIL, A.D. 2006, AT 1:23 O'CLOCK P.M.

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

2909247 8100V

060368039



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4681992

DATE: 04-20-06

TRADEMARK
REEL: 003526 FRAME: 0542

**CERTIFICATE OF FORMATION
OF
GMAC HOME SERVICES, LLC**

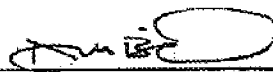
This Certificate of Formation of GMAC Home Services, LLC (the "LLC"), dated April 20, 2006, has been duly executed and is being filed by the undersigned, as an authorized person of the LLC, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.).

FIRST. The name of the limited liability company formed hereby is GMAC Home Services, LLC.

SECOND. The address of the registered office of the LLC in the State of Delaware is c/o Corporation Service Company, 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle, Delaware 19808.

THIRD. The name and address of the registered agent for service of process on the LLC in the State of Delaware are Corporation Service Company, 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle, Delaware 19808.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.



David M. Bricker
Authorized Person

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:36 PM 04/20/2006
FILED 01:23 PM 04/20/2006
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