

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE BY SECURED PARTY

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, N.A.		02/27/2009	National Association: UNITED STATES

**RECEIVING PARTY DATA**

<b>Name:</b>	Residential Capital, LLC
<b>Street Address:</b>	One Meridian Crossings, Suite 100
<b>City:</b>	Minneapolis
<b>State/Country:</b>	MINNESOTA
<b>Postal Code:</b>	55423
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

<b>Name:</b>	Residential Funding Company, LLC
<b>Street Address:</b>	One Meridian Crossings, Suite 100
<b>City:</b>	Minneapolis
<b>State/Country:</b>	MINNESOTA
<b>Postal Code:</b>	55423
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

<b>Name:</b>	GMAC Mortgage, LLC
<b>Street Address:</b>	1100 Virginia Drive
<b>City:</b>	Fort Washington
<b>State/Country:</b>	PENNSYLVANIA
<b>Postal Code:</b>	19034
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

<b>Name:</b>	Homecomings Financial, LLC
<b>Street Address:</b>	One Meridian Crossings
<b>City:</b>	Minneapolis
<b>State/Country:</b>	MINNESOTA

OP \$465.00 3400641

Postal Code:	55423
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	GMAC-RFC Company, LLC
Street Address:	One Meridian Crossings
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55423
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	GMAC Residential Holding Company, LLC
Street Address:	3993 Howard Hughes Parkway, Suite 250
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89169
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	3400641	CONNECTIONSPUS
Registration Number:	3353357	EXPERT FACILITATOR
Registration Number:	3288664	GHS MORTGAGE
Registration Number:	2245688	GLORIA NILSON
Registration Number:	3265985	ONESTOP HOMEOWNERSHIP SERVICES
Registration Number:	3206054	PACIFIC UNION
Registration Number:	2914178	PREMIER SERVICE
Registration Number:	3039786	P PREMIER SERVICE
Registration Number:	2808259	SERVICE YOU DESERVE. PEOPLE YOU TRUST.
Registration Number:	3237366	SUPPLIER DIRECT
Registration Number:	3237365	SUPPLIER DIRECT
Registration Number:	3102238	TRUSTED ADVISOR
Registration Number:	3453746	HOME REWARDS
Registration Number:	3002328	TRUSTED ADVISOR, SKILLED NEGOTIATOR, AND EXPERT FACILITATOR
Serial Number:	78911957	BOSTON'S BEST ADDRESS
Serial Number:	78797825	FLEXPAT
Serial Number:	78855608	PACIFIC UNION ADVANTAGE

Serial Number:

78566532

SKILLED NEGOTIATOR

**CORRESPONDENCE DATA**

Fax Number: (312)706-9000

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 3127018623

Email: zbeal@mayerbrown.com, ipdocket@mayerbrown.com

Correspondent Name: Richard M. Assmus

Address Line 1: P. O. Box 2828

Address Line 4: Chicago, ILLINOIS 606902828

ATTORNEY DOCKET NUMBER:

08048307 RMA 4000

NAME OF SUBMITTER:

Richard M. Assmus

Signature:

/rma/

Date:

03/03/2009

**Total Attachments: 16**

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## PARTIAL RELEASE OF COLLATERAL

(Trademarks Release)

February 27, 2009

We hereby reference (i) the Consent and Direction to Release, dated February 27, 2009, (the "Direction") provided by GMAC LLC (the "Lender Agent") pursuant to Section 12.11(b) of the Loan Agreement, dated June 4, 2008, (as amended, supplemented, restated or otherwise modified from time to time, the "Loan Agreement") by and among Residential Funding Company, LLC ("RFC") and GMAC Mortgage, LLC ("GMACM"), as borrowers; Residential Capital, LLC, GMAC Residential Holding Company, LLC ("GMAC-RHC"), GMAC-RFC Holding Company, LLC, Homecomings Financial, LLC, as guarantors; certain other of their affiliates party thereto, as obligors, Wells Fargo Bank, N.A. as first priority collateral agent (the "First Priority Collateral Agent"), and GMAC LLC, as initial lender and as lender agent, attached hereto as Exhibit A; (ii) the Officer's Certificates each dated as of February 27, 2009, attached hereto as Exhibit B (collectively, the "Officer's Certificates"); and (iii) the Legal Opinions each dated as of February 27, 2009, attached hereto as Exhibit C (collectively, the "Legal Opinions"). All capitalized terms used and not otherwise defined herein shall have the respective meanings provided to such terms in the Schedule 1.01 to the Loan Agreement.

The First Priority Collateral Agent, as directed by the Lender Agent in the Direction, hereby releases and terminates all of its liens and security interests and all of its right, title and interest in and to those certain assets of (a) GMAC-RHC described on Exhibit D-1 attached hereto (the "GMAC-RHC Released Collateral") and evidenced by the UCC Financing Statement(s) attached in the Direction as Exhibit B-1 and by the United States Patent and Trademark Office Notice Recordation attached in the Direction as Exhibit B-2 and (b) GMACM described on Exhibit D-2 attached hereto (the "GMACM Released Collateral") and together with the GMAC-RHC Released Collateral, the "Released Collateral") and evidenced by the UCC Financing Statement(s) attached in the Direction as Exhibit B-3 and by the United States Patent and Trademark Office Notice Recordation attached in the Direction as Exhibit B-2.

Each of the Second Priority Collateral Agent and the Third Priority Collateral Agent, in reliance upon each of the Officer's Certificates and the Legal Opinions hereby release and terminate all of its liens and security interests and all of its right, title and interest in and to the Released Collateral and evidenced by the UCC Financing Statement(s) attached in each of the Officers Certificates as Exhibit B-1 and by the United States Patent and Trademark Office Notice Recordation attached in each of the Officers Certificates as Exhibit B-2.

IN WITNESS WHEREOF, the undersigned has executed this Partial Release of Collateral as of the date first set forth above.

Wells Fargo Bank, N.A.,  
as First Priority Collateral Agent

By: Alfia Monastra  
Name: **ALFIA MONASTRA**  
Title: **VICE PRESIDENT**

Wells Fargo Bank, N.A.,  
as Second Priority Collateral Agent

By: Alfia Monastra  
Name: **ALFIA MONASTRA**  
Title: **VICE PRESIDENT**

Wells Fargo Bank, N.A.,  
as Third Priority Collateral Agent

By: Alfia Monastra  
Name: **ALFIA MONASTRA**  
Title: **VICE PRESIDENT**

**EXHIBIT A**  
**CONSENT AND DIRECTION TO RELEASE**

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**TRADEMARK**  
**REEL: 003946 FRAME: 0353**

## CONSENT AND DIRECTION TO RELEASE COLLATERAL

(Trademarks Release)

February 27, 2009

We hereby reference the Request for Collateral Release dated February 27, 2009 (the "Request for Collateral Release") submitted by Residential Funding Company, LLC (the "Debtor") pursuant to Section 12.11(b) of the Loan Agreement, dated June 4, 2008 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Loan Agreement"), by and among Debtor and GMAC Mortgage, LLC ("GMACM") as borrowers; Residential Capital, LLC ("ResCap"), GMAC Residential Holding Company, LLC ("GMAC-RHC"), GMAC-RFC Holding Company, LLC, Homecomings Financial, LLC, as guarantors; certain other of their affiliates party thereto, as obligors, Wells Fargo Bank, N.A. as first priority collateral agent (the "First Priority Collateral Agent"), and GMAC LLC, as initial lender and as lender agent (the "Lender Agent"). All capitalized terms used and not otherwise defined herein shall have the respective meanings provided to such terms in the Schedule 1.01 to the Loan Agreement.

As requested in the Request for Collateral Release, the Lender Agent hereby consents and authorizes and directs the First Priority Collateral Agent to:

1. (a) release and terminate all of its liens and security interests and all of its right, title and interest in and to those certain assets of GMAC-RHC described on Exhibit A-1 attached hereto (the "GMAC-RHC Released Collateral") and evidenced by the UCC Financing Statement(s) attached hereto as Exhibit B-1 and by the United States Patent and Trademark Office Notice Recordation attached hereto as Exhibit B-2 and (b) direct ResCap to file UCC-3 Financing Statement(s) attached hereto as Exhibit C-1 and notify the United States Patent and Trademark Office of such release; provided that ResCap shall return file stamped copies of such UCC-3 Financing Statement(s) to the Lender Agent within ten (10) Business Days of filing;
2. (a) release and terminate all of its liens and security interests and all of its right, title and interest in and to those certain assets of GMACM described on Exhibit A-2 attached hereto (the "GMACM Released Collateral") and together with the GMAC-RHC Released Collateral, the "Released Collateral") and evidenced by the UCC Financing Statement(s) attached hereto as Exhibit B-3 and by the United States Patent and Trademark Office Notice Recordation attached hereto as Exhibit B-2 and (b) direct ResCap to file UCC-3 Financing Statement(s) attached hereto as Exhibit C-2 and notify the United States Patent and Trademark Office of such release; provided that ResCap shall return file stamped copies of such UCC-3 Financing Statement(s) to the Lender Agent within ten (10) Business Days of filing;
3. execute and deliver the Partial Release of Collateral attached as Exhibit D hereto; and
4. take all actions which are requested in writing by the Lender Agent and are reasonable or appropriate to effectuate the release of the liens on the Released Collateral.

In witness whereof, the undersigned has executed this Consent and Direction to Release Collateral as of the date first written above.

GMAC LLC, as Lender Agent

By: \_\_\_\_\_  
Name: David C. Walker  
Title: Group Vice President and Treasurer



**EXHIBIT B**  
**OFFICER'S CERTIFICATES**

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**TRADEMARK**  
**REEL: 003946 FRAME: 0356**

**EXHIBIT C**  
**LEGAL OPINIONS**

## **EXHIBIT D-1**


### **GMAC- RHC RELEASED COLLATERAL**

The trademarks listed in Annex 1-A attached hereto; all options and other rights, contractual or otherwise, at any time existing with respect to such trademarks; all distributions, cash, instruments and other property now or hereafter received, receivable or otherwise distributed in respect of or in exchange for any or all of such trademarks; and all proceeds of the foregoing.

Annex 1-A




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**TRADEMARK**  
**REEL: 003946 FRAME: 0359**


Service Mark	Applicant/Registrant	Jurisdiction	Status	Filing Date	App./Ser.#	Reg. #	Reg. Date
BOSTON'S BEST ADDRESS	GMAC Residential Holding Company, LLC	USA	Registration Refused – Final 06/20/2007; Abandoned 01/17/2008	06/20/2006	78911957		
	GMAC Residential Holding Company, LLC	USA	Registered	11/27/2006		3400641	03/25/2008
EXPERT FACILITATOR	GMAC Residential Holding Company, LLC	USA	Registered	02/14/2005	78566539	3353357	12/11/2007
EXPERT FACILITATOR	GMAC Residential Holding LLC	Canada	Pending; Response to Office Action Due 01/17/2009	10/26/2006	1321768		
FLEXPAT	GMAC Residential Holding Company, LLC	USA	Notice of Allowance issued; 4 <sup>th</sup> extension to file SOU granted 11/14/2008	01/24/2006	78797825		
GHS MORTGAGE	GMAC Residential Holding Company, LLC	USA	Registered	01/06/2005	78542966	3288664	09/04/2007

<b>GLORIA NILSON</b>	GMAC Residential Holding Company, LLC	USA	Registered; Section 8 and Section 15 acknowledged 8/8/2006 (affidavit filed 07/13/2005) Renewal due: 05/18/2009	12/08/1997	75401660	2245688	05/18/1999
<b>HOME REWARDS</b>	GMAC Residential Holding Company, LLC	Canada	Pending; Response to Office Action Due 10/18/2008	10/26/2006	1321769		
<b>O serviço que merece, com pessoas de confiança</b> (Service you deserve. People you trust)	GMAC Residential Holding Company, LLC	Portugal	Pending	10/26/2007	423113		
<b>ONESTOP HOMEOWNERSHIP SERVICES</b>	GMAC Residential Holding Company, LLC	USA	Registered	05/24/2005	78635792	3265985	07/17/2007
<b>PACIFIC UNION</b>	GMAC Residential Holding Company, LLC	USA	Registered	04/06/2006	78855597	3206054	02/06/2007
<b>PACIFIC UNION ADVANTAGE</b>	GMAC Residential Holding Company, LLC	USA	Notice of Allowance Issued 4/8/2008; Statement of	04/06/2006	78855608		

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PREMIER SERVICE	GMAC Residential Holding Company, LLC	USA	Use due 10/08/08	Registered	03/06/2003	76494788	2914178	12/28/2004
PREMIER SERVICE	GMAC Residential Holding Company, LLC	Portugal	Published for Opposition 07/30/2007	Published for Opposition 07/30/2007	03/02/2007	418674		
PREMIER SERVICE	GMAC Residential Holding Company, LLC	Portugal	Registered	Registered			418673	04/18/2008
	GMAC Residential Holding Company, LLC	USA	Registered	Registered	01/13/2005	76627771	3039786	01/10/2006
	GMAC Residential Holding Company, LLC	Canada	Pending; Response to Office Action Due 12/20/2008	Pending; Response to Office Action Due 12/20/2008	10/26/2006	1321771		
	GMAC Residential Holding Company, LLC	Portugal	Published for Opposition 07/30/2007	Published for Opposition 07/30/2007	03/02/2007	418673		
SERVICE YOU DESERVE. PEOPLE YOU TRUST.	GMAC Residential Holding Company, LLC	USA	Registered	Registered	03/06/2003	76494789	2808259	01/27/2004

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<b>SERVICE YOU DESERVE. PEOPLE YOU TRUST.</b>	GMAC Residential Holding Company, LLC	Canada	Registered	10/26/2006		TMA70 7725	02/19/2008
<b>SKILLED NEGOTIATOR</b>	GMAC Residential Holding Company, LLC	USA	Notice of Abandonment issued 05/23/2008	02/14/2005	78566532		
<b>SKILLED NEGOTIATOR</b>	GMAC Residential Holding Company, LLC	Canada	Pending; Response to Office Action Due 10/18/2008	10/26/2006	1321766		
	GMAC Residential Holding Company, LLC	USA	Registered	07/06/2006	78923245	3237366	05/01/2007
<b>SUPPLIER DIRECT</b>	GMAC Residential Holding Company, LLC	USA	Registered	07/06/2006	78923210	3237365	5/1/2007
<b>TRUSTED ADVISOR</b>	GMAC Residential Holding Company, LLC	USA	Registered	02/14/05	78566421	3102238	06/06/2006
<b>TRUSTED ADVISOR</b>	GMAC Residential Holding Company, LLC	Canada	Pending; Response to Office Action Due 10/18/2008	10/26/2006	1321765		

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**EXHIBIT D-2**  
**GMACM RELEASED COLLATERAL**

The trademarks listed in Annex 2-A attached hereto; all options and other rights, contractual or otherwise, at any time existing with respect to such trademarks; all distributions, cash, instruments and other property now or hereafter received, receivable or otherwise distributed in respect of or in exchange for any or all of such trademarks; and all proceeds of the foregoing.

Annex 2-A

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**TRADEMARK**  
**REEL: 003946 FRAME: 0365**

Service Mark	Applicant/Registrant	Jurisdiction	Status	Filing Date	App./Ser.#	Reg. #	Reg. Date
HOME REWARDS	GMAC Mortgage, LLC	USA	Registered	10/28/2005	78742599	3453746	06/24/2008
TRUSTED ADVISOR, SKILLED NEGOTIATOR, EXPERT FACILITATOR	GMAC Mortgage, LLC	USA	Registered	07/01/2003	76527153	3002328	09/27/2005