

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):
American Residential Services L.L.C.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other: limited liability company

Citizenship (see guidelines) Delaware
 Execution Date(s) 4/16/2010
 Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes
 No

Additional names, addresses, or citizenship attached?
 Name: GMAC Commercial Finance LLC, as Agent
 Internal Address: _____
 Street Address: 1290 Avenue of the Americas
 City: New York
 State: New York
 Country: U.S.A. Zip: 10104

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Canada
 Other limited liability company Citizenship Delaware
 If assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No
 (Designations must be a separate document from assignment)

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Grant of Security Interest in Trademarks

4. Application number(s) or registration number(s) and identification or description of the Trademark.
 A. Trademark Application No.(s) SEE SCHEDULE A ANNEXED HERETO

B. Trademark Registration No.(s) SEE SCHEDULE A ANNEXED HERETO

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown)
SEE SCHEDULE A ANNEXED HERETO

5. Name address of party to whom correspondence concerning document should be mailed:
 Name: Susan O'Brien
 Internal Address: CT Lien Solutions
 Street Address: 187 Wolf Road - Suite 101
 City: Albany
 State: New York Zip: 12205
 Phone Number: 800-342-3676
 Fax Number: 800-962-7049
 Email Address: cls-uds@albany@wolterskluwer.com


6. Total number of applications and registrations involved: 25

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$640.00
 Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers: 5683
 Expiration Date 10/12

b. Deposit Account Number _____
 Authorized User Name: _____

9. Signature: 

Evan A. Pichik
Name of Person Signing

April 22, 2010
Date

Total number of pages including cover sheet, attachments, and document. 11

Documents to be recorded (including cover sheet) should be faxed to (703) 306-6995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

OP 8640.00 77762300

SCHEDULE A TO RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

Mark	Country	Serial No./ Date	Reg. No./ Reg. Date	Int. Class	Owner
AMERICAN RESIDENTIAL SERVICES	U.S. Federal	77762300 Jun. 17, 2009		36 37 42	American Residential Services, L.L.C.
UNITED BY EXCEPTIONAL SERVICE	U.S. Federal	77662370 Aug. 11, 2009	3666651 Aug. 11, 2009	37	American Residential Services, LLC
GOETTL AIR CONDITIONIN & Design	U.S. Federal	77486175 May 29, 2008	3649688 Jul. 7, 2009	37	American Residential Services, LLC
DRAINRIGHT DRAIN MAINTAINER & Design	U.S. Federal	77421478 Mar. 13, 2008	3648427 Jun. 30, 2009	3	American Residential Services, LLC
ARS RESCUE ROOTER & Design	U.S. Federal	77414640 Mar. 6, 2008	3648402 Jun. 30, 2009	36 37 42	American Residential Services, LLC
ARS & Design	U.S. Federal	77414600 Mar. 6, 2008		36 37 42	American Residential Services, LLC
UNITED BY EXCEPTIONAL SERVICE ARS RESCUE ROOTER NETWORK UNITED BY EXCEPTIONAL SERVICE & Design	U.S. Federal	77414714 Mar. 6, 2008		37 42	American Residential Services, LLC
UNITED BY EXCEPTIONAL SERVICE ARS RESCUE ROOTER NETWORK & Design	U.S. Federal	77414671 Mar. 6, 2008	3750339 Feb. 16, 2010	37 42	American Residential Services, LLC

Trade Mark	Country	Serial No./ Filing Date	Reg. No./ Reg. Date	Int. Class	Owner
RESCUE ROOFER & Design	U.S. Federal	77413535 Mar. 5, 2008	3636346 Jun. 9, 2009	37	American Residential Services, L.L.C.
Design Only	U.S. Federal	77413564 Mar. 5, 2008	3636347 Jun. 9, 2009	37	American Residential Services, L.L.C.
Design Only	U.S. Federal	77413585 Mar. 5, 2008	3632606 Jun. 2, 2009	37	American Residential Services, L.L.C.
Design Only	U.S. Federal	77413570 Mar. 5, 2008	3712757 Nov. 17, 2009	37	American Residential Services, L.L.C.
Design Only	U.S. Federal	77413579 Mar. 5, 2008	3712758 Nov. 17, 2009	37	American Residential Services, L.L.C.
RESCUE ROOFER & Design	U.S. Federal	77413553 Mar. 5, 2008	3716081 Nov. 24, 2009	37	American Residential Services, L.L.C.
THE IRISH PLUMBER & Design	U.S. Federal	77239655 Jul. 26, 2007	3408552 Apr. 8, 2008	37	American Residential Services, L.L.C.
THE IRISH PLUMBER "SINCE 1945" & Design	U.S. Federal	77239668 Jul. 26, 2007	3408553 Apr. 8, 2008	37	American Residential Services, L.L.C.
RESCUE ROOFER & Design	U.S. Federal	78809094 Feb. 7, 2006	313942 Aug. 29, 2006	37	American Residential Services, L.L.C.
YES!	U.S. Federal	78367862 Feb. 13, 2004	3573896 Feb. 10, 2009	37	American Residential Services, L.L.C.

Doc# US1:5925773v5

Mark	Country	Serial No./ Filing Date	Reg. No./ Reg. Date	Int. Class	Owner
GOETTL INDOOR CLIMATE PRODUCTS & Design	U.S. Federal	78320596 Oct. 29, 2003	2995910 Sep. 13, 2005	11	American Residential Services, L.L.C.
AMERICAN BEST & Design	U.S. Federal	75145539 Aug. 5, 1996	2110556 Nov. 4, 1997	11	American Residential Services, LLC
ASTRO AIR	U.S. Federal	74614206 Dec. 22, 1994	1987673 Jul. 16, 1996	11	American Residential Services, LLC
GOETTL AIR CONDITIONING & Design	U.S. Federal	74060369 May 18, 1990	1660089 Oct. 8, 1991	37	American Residential Services, LLC
ASTRO AIR & Design	U.S. Federal	74059384 May 16, 1990	1643521 May 7, 1991	11	American Residential Services, LLC
EAS Efficient Attic Systems	U.S. Federal	76513466 May 12, 2003	2862248 July 13, 2004		American Residential Services L.L.C.
The Energy Efficient Attic	U.S. Federal	76479307 Dec. 31, 2002	2831505 April 13, 2004		American Residential Services L.L.C.

GRANT OF SECURITY INTEREST IN TRADEMARKS

GRANT OF SECURITY INTEREST IN TRADEMARKS, dated as of April 16, 2010, by AMERICAN RESIDENTIAL SERVICES L.L.C., a Delaware limited liability company ("Grantor"), in favor of GMAC COMMERCIAL FINANCE LLC, a Delaware limited liability company, as agent ("Agent").

WITNESSETH:

WHEREAS, pursuant to that certain Amended and Restated Loan and Security Agreement dated as of the date hereof by and among Grantor, the other Persons named therein as Loan Parties, Agent and the Persons signatory thereto from time to time as the Lenders (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Loan Agreement"), the Lenders have agreed to make Loans and to extend Letters of Credit for the benefit of Grantor and the other Loan Parties;

WHEREAS, as security for all Obligations, pursuant to the terms of the Loan Agreement, Grantor granted to Agent, for the benefit of Agent and the Lenders, a continuing first priority security interest in, lien on, and right of set-off against all Trademarks (as defined in the Loan Agreement) of Grantor, whether now owned or existing or hereafter acquired or arising; and

WHEREAS, pursuant to the Loan Agreement, Grantor is required to execute and deliver to Agent, for itself and the ratable benefit of the Lenders, this Grant of Security Interest in Trademarks.

NOW, THEREFORE, in consideration of the premises and the mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby agrees as follows:

1. **DEFINED TERMS.** All capitalized terms used but not otherwise defined herein have the meanings given to them in the Loan Agreement.

2. **GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL.** Grantor hereby grants to Agent, on behalf of itself and the Lenders, a continuing first priority security interest in, and lien upon, all of Grantor's presently existing or hereafter arising right, title and interest (including, without limitation, as licensor or licensee) in and to all Trademarks, including, without limitation, the Trademarks referred to on Schedule A hereto, and all proceeds and products thereof, provided that the grant of security interest shall not include any Trademark that may be deemed invalidated, canceled or abandoned due to the grant and/or enforcement of such security interest unless and until such time that the grant and/or enforcement of the security interest will not affect the validity of such Trademark.

3. **LOAN AGREEMENT.** The security interests granted pursuant hereto are one and the same as those granted to Agent, on behalf of itself and the Lenders, pursuant to the Loan Agreement. Grantor hereby acknowledges and affirms that the rights and remedies of Agent with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Loan Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

IN WITNESS WHEREOF, Grantor has caused this Grant of Security Interest in Trademarks to be executed and delivered by its duly authorized officer as of the date first set forth above.

AMERICAN RESIDENTIAL SERVICES L.L.C.

By: David M. Slott
Name: David M. Slott, President & COO
Title: _____

ACCEPTED AND ACKNOWLEDGED BY:

GMAC COMMERCIAL FINANCE LLC.
as Agent

By: _____
Name: _____
Title: _____

Signature Page to
Grant of Security Interest in Trademarks

TRADEMARK
REEL: 004191 FRAME: 0949


IN WITNESS WHEREOF, Grantor has caused this Grant of Security Interest in Trademarks to be executed and delivered by its duly authorized officer as of the date first set forth above.

AMERICAN RESIDENTIAL SERVICES L.L.C.

By: _____
Name: _____
Title: _____

ACCEPTED AND ACKNOWLEDGED BY:

GMAC COMMERCIAL FINANCE LLC,
as Agent

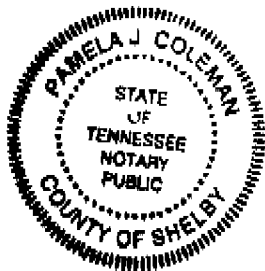
By: 
Name: GEORGE GRIECO
Title: MANAGING DIRECTOR

Signature Page to Grant of Security
Interest in Trademarks

ACKNOWLEDGMENT OF GRANTOR

STATE OF Tennessee
COUNTY OF Shelby) ss.:

On this 15th day of April, 2010, before me personally came David Slatt to me known, who being duly sworn, did depose and say, that s/he is the President + COO of American Residential Services L.L.C., the limited liability company described in and which executed the foregoing instrument; and that s/he signed his/her name thereto by order of the sole member of said limited liability company.



Pamela J. Coleman
Notary Public

My Commission Expires
August 20, 2011

Acknowledgment of Grantor to
Grant of Security Interest in Trademarks

Schedule A

Mark	Country	Serial No./ Filing Date	Reg. No./ Reg. Date	Int. Class	Owner
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