

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                                              |
|-----------------------|----------------------------------------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT                               |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

**CONVEYING PARTY DATA**

| Name                          | Formerly | Execution Date | Entity Type                   |
|-------------------------------|----------|----------------|-------------------------------|
| FWC Residential Company, L.P. |          | 06/01/2009     | LIMITED PARTNERSHIP: DELAWARE |

**RECEIVING PARTY DATA**

|                 |                                      |
|-----------------|--------------------------------------|
| Name:           | Utlely Residential Company, L.P.     |
| Street Address: | 3890 W. Northwest Highway, Suite 700 |
| City:           | Dallas                               |
| State/Country:  | TEXAS                                |
| Postal Code:    | 75220                                |
| Entity Type:    | LIMITED PARTNERSHIP: TEXAS           |

**PROPERTY NUMBERS Total: 8**

| Property Type        | Number  | Word Mark              |
|----------------------|---------|------------------------|
| Registration Number: | 2387968 | FIRSTWORTHING          |
| Registration Number: | 2390049 | W                      |
| Registration Number: | 2701677 | WORTHING               |
| Registration Number: | 2660252 | UNIVERSITY HOUSE       |
| Registration Number: | 2736511 | LIFESTYLE WORTH LIVING |
| Registration Number: | 3117092 | FIRSTCRA               |
| Registration Number: | 3406695 | UNIVERSITY PARTNERS    |
| Registration Number: | 3538526 | CITYVILLE              |

**CORRESPONDENCE DATA**

Fax Number: (214)855-8200  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 214-855-8000  
 Email: cholland@fulbright.com  
 Correspondent Name: Linda M. Merritt

OP \$215.00 2387968

Address Line 1: 2200 Ross Avenue, Suite 2800  
Address Line 4: Dallas, TEXAS 75201

|                         |                           |
|-------------------------|---------------------------|
| ATTORNEY DOCKET NUMBER: | FIRST WRTH 56554-09906213 |
| NAME OF SUBMITTER:      | Linda M. Merritt          |
| Signature:              | /Linda M. Merritt/        |
| Date:                   | 07/26/2010                |

Total Attachments: 3  
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**ASSIGNMENT OF SERVICEMARKS AND TRADE NAMES**

ASSIGNMENT OF SERVICEMARKS AND TRADE NAMES dated June 1, 2009 by FWC Residential Company, L.P., a Delaware limited partnership, with a mailing address of c/o PEC Green, L.P., 801 Grand Avenue, Des Moines, Iowa 50392-0720 ("**Assignor**"), to Utlely Residential Company, L.P., a Texas limited partnership, located and doing business at 3890 W. Northwest Highway, Suite 700, Dallas, Texas 75220 ("**Assignee**").

**WITNESSETH:**

WHEREAS, in accordance with that certain Amended and Restated Limited Partnership Agreement of Assignor, dated October 12, 2000, as amended from time to time (the "**Partnership Agreement**"), Assignor desires to transfer and assign to Assignee, without warranty of any kind, and Assignee desires to accept the transfer and assignment of, all of Assignee's worldwide right, title and interest in, to and under Assignor's registered and unregistered domestic and foreign servicemarks, servicemark applications and trade names, including without limitation the servicemarks, servicemark applications and trade names listed on Schedule A hereto and incorporated herein by reference (all of the foregoing being referred to herein as the "**Marks**").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee, its successors, assigns and legal representatives, without warranty of any kind, its entire right, title and interest in, to and under the Marks, together with the goodwill of the business symbolized by the Marks, if any, and associated therewith, including, but not limited to any and all common law rights thereto, and any and all applications that have been filed and any and all registrations that have been or may be granted thereon including the Marks identified on Schedule A and any and all foreign counterparts thereof, together with the right to sue and recover damages, except against Assignor, for future and past infringements thereof.

(signatures appear on the following page)

FWC RESIDENTIAL COMPANY, L.P., a Delaware limited partnership

By: PEC GREEN, L.P., a Delaware limited partnership  
Its: Designated Liquidator

By: PEC GREEN, LLC, a Delaware limited liability company  
Its: General Partner

By: Principal Enterprise Capital, LLC, a Delaware limited liability company  
Its: Manager

By: *Daniel M. Schulte*  
Name: Daniel M. Schulte  
Title: President

By: *Terrance M. Tobin*  
Name: Terrance M. Tobin  
Title: Director

**Schedule A**

**Registered Servicemarks**

| <u>SERVICEMARK</u>        | <u>REGISTRATION NO.</u> | <u>REGISTRATION DATE</u> |
|---------------------------|-------------------------|--------------------------|
| FIRSTWORTHING             | 2,387,968               | 09/19/00                 |
| FIRSTWORTHING<br>(Canada) | TMA 667,397             | 7/12/06                  |
| W & Design                | 2,390,049               | 09/26/00                 |
| W & Design (Canada)       | TMA 667,386             | 07/12/06                 |
| WORTHING                  | 2,701,677               | 04/01/03                 |
| UNIVERSITY HOUSE          | 2,660,252               | 12/10/02                 |
| LIFESTYLE WORTH<br>LIVING | 2,736,511               | 07/15/03                 |
| FIRSTCRA                  | 3,117,092               | 07/18/06                 |
| UNIVERSITY PARTNERS       | 3,406,695               | 04/01/08                 |

**Unregistered Servicemarks**

[NONE]

**Pending Servicemark Applications**

| <u>SERVICEMARK</u> | <u>APPLICATION NO.</u> | <u>APPLICATION DATE</u> |
|--------------------|------------------------|-------------------------|
| CITYVILLE          | 78/282,858             | 08/04/03                |

**Trade Names**

[NONE]