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D:ARIANA G. VOIGT COMPANY:100 EAST WISCONSIN AVENUE, SUITE 3300

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.103/24/2011
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SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Release of Trademark Security Agreement	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as successor-in-interest to Fleet Capital Corporation		03/01/2011	CORPORATION: Rhode Island
RECEIVING PARTY DATA			
Name:	American Water Heater Company		
Street Address:	500 Princeton Road, P.O. Box 4066		
City:	Johnson City		
State/Country:	TENNESSEE		
Postal Code:	37602		
Entity Type:	CORPORATION: Nevada		
PROPERTY NUMBERS Total: 26			
Property Type	Number	Word Mark	
Serial Number:	76334871	SMARTEST CHOICE	
Serial Number:	76295192	ENERGY SMART	
Serial Number:	76213647	AMERICA'S FAVORITE WATER HEATER	
Serial Number:	75295714	COMMERCIAL SIZING WIZARD	
Serial Number:	75271289	AMERICAN	
Serial Number:	75271029		
Serial Number:	76013934		
Serial Number:	74695500	PROLINE	
Serial Number:	74685885	PROLINE PLUS	
Serial Number:	74591665	US CRAFTMASTER	
Serial Number:	74504792	SUPREME	
Serial Number:	74475824	PROFITS THROUGH PARTNERSHIP	
Serial Number:	74366132	CHAMPION	

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O:ARIANA G. VOIGT COMPANY:100 EAST WISCONSIN AVENUE, SUITE 3300

Serial Number:	74317477	POWERFLEX
Serial Number:	74005191	SUPER EAGLE
Serial Number:	73657739	DE-LIMER
Serial Number:	73625769	PROLINE
Serial Number:	73566769	POLARIS
Serial Number:	73362158	CRAFTMASTER
Serial Number:	73345043	NEPTUNE
Registration Number:	0602995	MOR-FLO
Serial Number:	72111801	JACKSON
Serial Number:	72304804	HOTSTREAM
Serial Number:	73305423	LIMEFIGHTER
Serial Number:	73345042	NAUTILUS
Serial Number:	73345041	AMERICAN

CORRESPONDENCE DATA

Fax Number: (414)277-0656

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

Phone: 414-271-6560

Email: mkeipdocket@michaelbest.com

Correspondent Name: Ariana G. Voigt

Address Line 1: 100 East Wisconsin Avenue, Suite 3300

Address Line 4: Milwaukee, WISCONSIN 53202

NAME OF SUBMITTER:

Arlana G. Voigt

Signature:

/ariana g voigt/

Date:

03/24/2011

Total Attachments: 3

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D: ARIANA G. VOIGT COMPANY; 100 EAST WISCONSIN AVENUE, SUITE 3300

RELEASE OF TRADEMARK SECURITY AGREEMENT

This Release of Trademark Security Agreement, effective as of March 1, 2011, is made by Bank of America, N.A., as successor-in-interest to Fleet Capital Corporation, a Rhode Island corporation (the "Agent"), in favor of American Water Heater Company, a Nevada corporation (the "Company").

WHEREAS, the Agent and the Company entered into that certain Trademark and License Security Agreement dated as of June 19, 2002 (the "Trademark Security Agreement"), and

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office at Reel 002545, Frames 0001-0016; and

WHEREAS, the Company granted to the Agent, under the terms of the Trademark Security Agreement, a security interest in all of the Company's right, title and interest in, to and under certain trademarks, trademark registrations, trademark applications, and other collateral, including without limitation those trademarks appearing on Schedule A attached hereto, as described in the Trademark Security Agreement (collectively, the "Trademarks"); and

WHEREAS, the Company has timely and fully satisfied all of its obligations to Agent under the Trademark Security Agreement; and

WHEREAS, the Company has requested that Agent release its security interest in the Trademarks.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged,

1. Agent hereby releases its security interest in, and reassigns, grants and conveys to Assignor all of its right, title and interest, if any, in and to the Trademarks along with the goodwill, if any, associated with the Trademarks.

2. Agent shall execute any and all papers that may be reasonably necessary, or deemed by the Company, its successors or assigns to be necessary, to a complete fulfillment of the intent and purposes of this Release.

IN WITNESS WHEREOF, a duly authorized officer of Agent has executed this Release as of the date above written.

BANK OF AMERICA, N.A., Agent

By: 

Name: Brian Wright

Title: Senior Vice President

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SCHEDULE A
to Trademark and License Security Agreement

TRADEMARKS

MARK	COUNTRY	APP. NO. FILING DATE
*Smartest Choice	USA	76-334,871 11/6/01
*Energy Smart	USA	76-295,192 8/3/01
America's Favorite Water Heater	USA	76-213,647 2/21/01
Commercial Sizing Wizard	USA	75-295,714 5/21/97
American and Eagle Design	USA	75-271,289 4/8/97
New Logo American Eagle	USA	75-271,029 4/8/97
New Eagle Design Only	USA	75-013,934 11/2/95
Proline	USA	74-695,500 6/30/95
Proline Plus	USA	74-885,885 6/8/95
US Craftmaster	USA	74-591,665 10/28/94
Supreme	USA	74-504,792 3/24/94
Profits Through Partnership	USA	74-475,824 1/3/94
Champion	USA	74-366,132 3/8/93

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<u>MARK</u>	<u>COUNTRY</u>	<u>APP. NO. FILING DATE</u>
Powerflex	USA	74-317,477 9/24/92
Super Eagle	USA	74-005,191 11/27/69
De-Limer	USA	73-857,739 4/27/87
Proline (Stylized Letters)	USA	73-625,769 10/17/86
Polaris	USA	73-566,769 11/4/85
Craftmaster	USA	73-362,158 4/29/82
Neptune	USA	73-345,043 1/8/82
Mor-Flo	USA	0602995 2/28/52
Jackson	USA	72111801 1/13/61
Hotstream	USA	72304804 8/9/68
Limefighter	USA	73305423 4/13/81
Nautilus	USA	73345042 1/8/82
American	USA	73345041 1/8/82

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