

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Aire Serv Heating & Air Conditioning, Inc.		12/22/2011	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Aire Serv LLC
Street Address:	1010 N. University Parks Dr.
City:	Waco
State/Country:	TEXAS
Postal Code:	76707
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	1890475	AIRE SERV
Registration Number:	1818574	AIRE SERV
Registration Number:	2763655	AIRE SERV
Registration Number:	1927783	AIRE SERV
Registration Number:	3578721	AIRE SERV HEATING & AIR CONDITIONING
Registration Number:	3215184	AIRESTREAM
Registration Number:	2763656	
Registration Number:	2248445	
Registration Number:	2729724	WE TREAT YOUR HOME LIKE IT'S OUR OWN
Registration Number:	2537342	WE'LL PUT YOU IN YOUR COMFORT ZONE
Registration Number:	2393392	YOUR COMFORT COMPANY
Registration Number:	2395615	YOUR COMFORT COMPANY

CORRESPONDENCE DATA

Fax Number: 4045414607
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 4048156500
Email: vnorthcutt@kilpatricktownsend.com
Correspondent Name: William H. Brewster
Address Line 1: 1100 Peachtree St., Suite 2800
Address Line 2: Kilpatrick Townsend & Stockton LLP
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	46539.247751
NAME OF SUBMITTER:	Valetta Northcutt, Paralegal
Signature:	/Val Northcutt/
Date:	04/26/2012

Total Attachments: 4
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DEC 29 2011

Corporations Section

**CERTIFICATE OF CONVERSION
OF
AIRE SERV HEATING AND AIR CONDITIONING, INC.
TO
AIRE SERV LLC**

Converting Entity Information

The name of the converting corporation is Aire Serv Heating and Air Conditioning, Inc.

The jurisdiction of formation of the corporation is Texas.

The date of formation of the corporation is December 2, 1992.

The file number issued to the corporation by the secretary of state is 125221300.

Plan of Conversion – Alternative Statement

The corporation named above is converting to a limited liability company. The name of the limited liability company is Aire Serv LLC.

The limited liability company will be formed under the laws of Texas.

Instead of attaching the plan of conversion, the corporation certifies to the following statements:

(a) A signed plan of conversion is on file at the principal place of business of the corporation, the converting entity. The address of the principal place of business of the corporation is 1010 N. University Parks Dr., Waco, Texas 76707.

(b) A signed plan of conversion will be on file after the conversion at the principal place of business of the limited liability company, the converted entity. The address of the principal place of business of the limited liability company is 1010 N. University Parks Dr., Waco, Texas 76707.

(c) A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

Certificate of Formation for the Converted Entity

The converted entity is a Texas limited liability company. The certificate of formation of the Texas limited liability company is attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

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Secretary of State

TRADEMARK

REEL: 004765 FRAME: 0550

Approval of the Plan of Conversion

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

Effectiveness of Filing

This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is December 31, 2011.

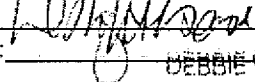
Tax Certificate

In lieu of providing the tax certificate, the limited liability company as the converted entity is liable for the payment of any franchise taxes.

Execution

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Conversion to be executed as of the 22 day of December, 2011.

**AIRE SERV HEATING AND AIR
CONDITIONING, INC.**
a Texas corporation

By: 
Name: DEBBIE WRIGHT-HOOD, SECRETARY
Its: _____

DEC 29 2011

Corporations Section

CERTIFICATE OF FORMATION
OF
AIRE SERV LLC

The undersigned, acting as the sole organizer of a limited liability company formed under Section 10.155(a) of the Texas Business Organizations Code (the "*BOC*"), does hereby adopt the following Certificate of Formation for Aire Serv LLC (the "*Company*"):

Article 1 – Entity Name and Type

The Company formed is a limited liability company. The name of the Company is Aire Serv LLC.

Article 2 – Registered Agent and Registered Office

The initial registered agent is an organization by the name of:

CT Corporation System

The business address of the registered agent and the registered office address is 350 N. St. Paul Street, Suite 2900, Dallas, Texas 75201-4234.

Article 3 – Governing Authority

The Company will not have managers. The Company will be governed its members, and the name and address of the initial member are set forth below:

<u>Name</u>	<u>ADDRESS</u>
Dwyer Franchising LLC	1010 N. University Parks Dr. Waco, Texas 76707

Article 4 - Purpose

The purpose for which the Company is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the BOC.

Article 5 - Duration

The period of the duration of the Company is perpetual.

Article 6 – Written Consents

Any action required by the BOC to be taken at any annual or special meeting of members, or any action that may be taken at any annual or special meeting of members, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interests having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interests entitled to vote on the action were present and voted. Prompt notice of the taking of any action by the members without a meeting by less than unanimous written consent shall be given to those members who did not consent in writing to the action.

Article 7 – Formation Pursuant to Conversion

The Company is being formed pursuant to a Plan of Conversion. The converting entity is Aire Serv Heating and Air Conditioning, Inc., a Texas corporation, formed on December 2, 1992. The converting entity's principal place of business is 1010 N. University Parks Dr., Waco, Texas 76707.

Effectiveness of Filing

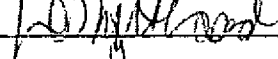
This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is December 31, 2011.

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment.

Signed on the 22 day of December, 2011.

**AIRE SERV HEATING AND AIR
CONDITIONING, INC.**

By: 
Name: _____
Its: DEBBIE WRIGHT-HOOD, SECRETARY