

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, N.A.		04/27/2012	National Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Carrier Enterprise, LLC
Street Address:	c/o WATSCO, INC.
Internal Address:	2665 South Bayshore Drive; Suite 901
City:	Coconut Grove
State/Country:	FLORIDA
Postal Code:	33133
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Carrier (Puerto Rico), Inc.
Street Address:	c/o WATSCO, INC.
Internal Address:	2665 South Bayshore Drive; Suite 901
City:	Coconut Grove
State/Country:	FLORIDA
Postal Code:	33133
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	3405538	CPD COMFORT PRODUCTS DISTRIBUTING
Registration Number:	3329333	HVAC DISTRIBUTORS CPD COMPANY

CORRESPONDENCE DATA

Fax Number: 2129692900

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

CH \$65.00 3405538

Phone: (212) 969-3000
Email: trademark@proskauer.com
Correspondent Name: Jenifer deWolf Paine
Address Line 1: Proskauer Rose LLP
Address Line 2: Eleven Times Square
Address Line 4: New York, NEW YORK 10036-8299

ATTORNEY DOCKET NUMBER:	777606-001/WATSCO RELEASE
NAME OF SUBMITTER:	Jenifer deWolf Paine
Signature:	/Jenifer deWolf Paine/
Date:	05/07/2012

Total Attachments: 4
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “*Release*”) is made as of April 27, 2012, by WELLS FARGO BANK, N.A., as administrative agent for the Lender Group and the Bank Product Providers (in such capacity, the “*Administrative Agent*”) in favor of Carrier Enterprise, LLC (the “*Borrower*”).

W I T N E S S E T H:

WHEREAS, Borrower, certain other Grantors, and the Administrative Agent are parties to that certain Trademark Security Agreement dated as of July 1, 2009 (the “*Security Agreement*”; capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Security Agreement), pursuant to which the Borrower and the other Grantors granted a security interest to the Administrative Agent in the Trademark Collateral, including the Trademarks set forth on *Exhibit A* hereto;

WHEREAS, the Security Agreement was recorded in the United States Patent and Trademark Office on July 2, 2009, at Reel/Frame No. 004016/0423;

WHEREAS, the Borrower and the other Grantors have requested that the Administrative Agent release its security interest in the Trademark Collateral; and

WHEREAS, the Administrative Agent has agreed to terminate and release the entirety of its security interest in and to the Trademark Collateral.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which hereby is acknowledged, the Administrative Agent hereby RELEASES, without representation, recourse or warranty whatsoever, all of its security interest in the Trademark Collateral and the Administrative Agent hereby reassigns any and all such right, title and interest (if any) that the Administrative Agent may have in the Trademark Collateral to the applicable Grantor.

[Signature Page Follows]

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be executed and delivered by its duly authorized officer as of the date first set forth above.

WELLS FARGO BANK, N.A.,
as Administrative Agent

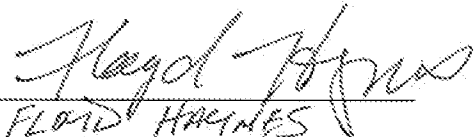
By: 
Name: FLOYD HAINES
Title: VICE PRESIDENT

EXHIBIT A

Trademarks

See attached.

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

Trademark Registrations/Applications

Grantor	Country	Mark	Application/ Registration No.	App/Reg Date
Comfort Products Distributing LLC	United States	Comfort Products Distributing (and Design)	Registration No. 3,405,538	April 1, 2008
Comfort Products Distributing LLC	United States	HVAC Distributors (and Design)	Registration No. 3,329,333	November 6, 2007
Comfort Products Distributing LLC	New Mexico	Contractors Heating & Supply	Registration No. TK08110301	November 3, 2008

Trade Names

All Trade Names used pursuant to that certain Trade Name Agreement dated July 1, 2009 by and between Carrier Corporation and Carrier Enterprise, LLC.

Common Law Trademarks

None.

Trademarks Not Currently in Use

None.

Trademark Licenses

1. Distributor Agreement, dated July 1, 2009, by and between Carrier Corporation and Carrier Enterprise, LLC (Primary Carrier Distribution Agreement).
2. Distributor Agreement, dated July 1, 2009, by and between Carrier Corporation and Carrier (Puerto Rico), Inc.
3. Distributor Agreement, dated July 1, 2009, by and between Carrier Corporation and Carrier Enterprise, LLC, with respect to certain aftermarket products.
4. Distributor Agreement, dated July 1, 2009, by and between International Comfort Products LLC and Comfort Products LLC.
5. Trade Name Agreement dated July 1, 2009 by and between Carrier Corporation and Carrier Enterprise, LLC.