

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
Bank of America, N.A., as Administrative Agent		08/23/2012	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Archstone Communities LLC
Street Address:	9200 E. Panorama Circle
Internal Address:	Suite 400
City:	Englewood
State/Country:	COLORADO
Postal Code:	80112
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Serial Number:	75409324	ARCHSTONE
Serial Number:	75598943	ARCHSTONE
Serial Number:	76518222	ARCHSTONE-SMITH
Serial Number:	76036365	ADDRESSING THE WAY YOU WANT TO LIVE
Serial Number:	76424806	CALIBER SPORTS CLUB
Serial Number:	76390688	CLICK! CAFE COFFEE.COMPUTERS.CHAT
Serial Number:	78614147	GREAT APARTMENTS. GREAT SERVICE. GUARANTEED.
Serial Number:	76511174	LIVE WELL
Serial Number:	75598086	SEAL OF SERVICE
Serial Number:	76464886	THIS IS YOUR HOME. WE WANT YOU TO BE HAPPY.
Serial Number:	76390689	LEADERS IN URBAN LIVING
Serial Number:	77447340	ARCHSTONE
Serial Number:	77459583	WESTCHESTER

CH \$365.00 75409324

Serial Number:

77614510

D'TAILS

CORRESPONDENCE DATA

Fax Number: 2123108007

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

Phone: 212.310.8000

Email: suzin.metz@weil.com

Correspondent Name: Timothy C. Soldani

Address Line 1: Weil, Gotshal & Manges LLP

Address Line 2: 767 Fifth Avenue

Address Line 4: New York, NEW YORK 10153

NAME OF SUBMITTER:

Timothy C. Soldani

Signature:

/Timothy C. Soldani/

Date:

09/11/2012

Total Attachments: 4

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Release of Lien on and Security Interest in Trademarks

This Release of Lien on and Security Interest in Trademarks (this "Release"), dated as of August 23, 2012, is made by BANK OF AMERICA, N.A., in its capacity as Administrative Agent for the Secured Parties pursuant to the Credit Agreement (in such capacity, the "Administrative Agent") in favor of ARCHSTONE COMMUNITIES LLC ("Grantor"). All terms used but not otherwise defined herein shall have the meanings ascribed to those terms in the Credit Agreement or Collateral Agreement (as such terms are defined below).

WHEREAS, pursuant to that certain Amended and Restated Credit Agreement, dated as of March 31, 2009 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), by and among Administrative Agent, Archstone Multifamily Holdings I (Development Borrower) LP (f/k/a Tishman Speyer Archstone-Smith Multifamily Holdings I (Development Borrower), L.P.), and the other parties thereto;

WHEREAS, pursuant to the Credit Agreement, the Grantor and certain affiliates thereof entered into that certain Amended and Restated Second Lien Guarantee and Collateral Agreement (Development Loan), dated as of March 31, 2009 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Collateral Agreement");

WHEREAS, pursuant to (a) the Collateral Agreement and (b) that certain Second Lien Grant of Security Interest in Trademarks, dated as of March 31, 2009, by Grantor in favor of Administrative Agent for the Secured Parties (the "Trademark Security Agreement"), Grantor assigned and transferred and granted to the Administrative Agent for the ratable benefit of the Secured Parties a security interest in the Trademarks now owned or at any time thereafter acquired by the Grantor or in which the Grantor then had or at any time in the future may have acquired any right, title or interest (including, without limitation, those Trademarks listed on Schedule A hereto) (the "Trademark Collateral");

WHEREAS, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on April 2, 2009 at Reel 3964, Frame 0058; and

WHEREAS, the Security Agreement has terminated and the Trademarks have been released from the Lien of the Security Agreement and the Trademark Security Agreement pursuant to the terms of the Security Agreement.

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Administrative Agent agrees, for the benefit of Grantor, as follows:

1. The Administrative Agent, for itself and the Secured Parties, hereby terminates the Trademark Security Agreement and hereby terminates, releases, cancels, relinquishes and discharges to the Grantor, without representation, warranty or recourse, all liens and security interests the Administrative Agent has in, to and under the Trademark Collateral.

2. **THIS RELEASE AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS RELEASE SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK APPLICABLE TO CONTRACTS EXECUTED IN AND TO BE PERFORMED IN SUCH STATE, IRRESPECTIVE OF ITS CHOICE OF LAW RULES.**

[Signature page follows.]

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

BANK OF AMERICA, N.A., as Administrative Agent

By: Suzanne Eaddy
Name: Suzanne Eaddy
Title: Assistant Vice President

SCHEDULE A

TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Service Mark/Principal Register	Ser. No.	Reg. No.	Registered
Archstone	75-409,324	2,527,794	January 8, 2002
Archstone (and Design)	75-598,943	2,517,934	December 11, 2001
Archstone-Smith	76-518,222	2,850,512	June 8, 2004
Addressing the Way You Want to Live	76-036,365	2,638,119	October 22, 2002
Caliber Sports Club (and Design)	76-424,806	2,781,399	November 11, 2003
Click! Café (coffee.computers.chat) (and Design)	76-390,688	2,809,813	February 3, 2004
Great Apartments. Great Service Guaranteed.	78-614,147	3,086,908	April 25, 2006
Live Well	76-511,174	2,865,585	July 20, 2004
Seal of Service	75-598,086	2,400,817	October 31, 2000
This is Your Home. We Want You to be Happy.	76-464,886	2,846,082	May 25, 2004
Leaders in Urban Living	76-390,689	2,677,718	January 21, 2003
Archstone logo	77-447,340		Filed April 14, 2008
Westchester	77-459,583		Filed April 14, 2008
D'Tails	77-614,510		Filed November 14, 2008