

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Termination and Release of Security Interest in Trademarks

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Collateral Agent		01/23/2013	national banking association: UNITED STATES

**RECEIVING PARTY DATA**

<b>Name:</b>	Champion Window Manufacturing and Supply Co., LLC
<b>Street Address:</b>	12121 Champion Way
<b>City:</b>	Cincinnati
<b>State/Country:</b>	OHIO
<b>Postal Code:</b>	45251
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 19**

Property Type	Number	Word Mark
Registration Number:	4117867	C
Registration Number:	4150815	TIMBERBOND
Registration Number:	3771351	ACOUSTI-SOFT DUAL-DENSITY WALL SYSTEM
Registration Number:	3771321	ACOUSTI-SOFT
Registration Number:	3639448	WE BUILD IT. WE INSTALL IT. WE STAND BEHIND IT.
Registration Number:	3634083	BASEMENT LIVING SYSTEMS
Registration Number:	3569478	BASEMENT LIVING SYSTEMS BY CHAMPION
Registration Number:	3373431	COMFORT 365 WINDOWS
Registration Number:	3039140	COMFORT 365
Registration Number:	2500108	HELPING TO MAKE YOUR HOUSE JUST A LITTLE MORE LIKE HOME
Registration Number:	2195331	CHAMPION
Registration Number:	2195330	CHAMPION
Registration Number:	3362869	COLORBOND

OP \$490.00 4117867

Registration Number:	3373432	COMFORT 365 DOORS
Serial Number:	85518935	COASTAL COMFORT 365
Serial Number:	85493765	SECURE COMFORT 365
Serial Number:	85479947	DYNAMIC COMFORT 365
Serial Number:	85439795	WHEN YOU COMPARE AND CHOOSE CHAMPION, YOU WIN EVERY TIME!
Serial Number:	85397682	COMFORT CONNECT 365

**CORRESPONDENCE DATA**

Fax Number: 9192868199  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 9192868118  
Email: pto\_tmconfirmation@mvalaw.com  
Correspondent Name: Moore & Van Allen PLLC  
Address Line 1: 430 Davis Drive  
Address Line 2: Suite 500  
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	327000-11238 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	01/25/2013

Total Attachments: 4  
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**TERMINATION AND RELEASE OF SECURITY INTEREST  
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of January 23, 2013 ("Release"), is made by **BANK OF AMERICA, N.A.**, as Collateral Agent ("Collateral Agent") in favor of **CHAMPION WINDOW MANUFACTURING AND SUPPLY CO., LLC**, a Delaware limited liability company ("Pledgor").

**WHEREAS**, pursuant to that certain Amended and Restated Security and Pledge Agreement dated as of January 27, 2010 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") by and among the Pledgor, the Collateral Agent, and other parties thereto, Pledgor granted to the Collateral Agent, for the benefit of the Secured Parties, a lien on and security interest in any and all right, title and interest of Pledgor in, to, and under all the Trademarks of the Pledgor, all Goodwill associated with such Trademarks, and all Proceeds of any and all of the foregoing ("Trademark Collateral"); and

**WHEREAS**, pursuant to the Security Agreement, Pledgor executed and delivered to Collateral Agent, for the benefit of the Secured Parties, the Trademark Security Agreement dated as of May 24, 2012 and recorded on May 25, 2012 at Reel 4787 Frame 0910, the Trademark Security Agreement dated as of January 27, 2010 and recorded on February 1, 2010 at Reel 4141 Frame 0275, and the First Lien Trademark Security Agreement dated as of May 11, 2007 and recorded on May 14, 2007 at Reel 3541 Frame 0312 (each a "Trademark Security Agreement", and collectively, the "Trademark Security Agreements").

**NOW THEREFORE**, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Collateral Agent, on behalf of the Secured Parties, and Pledgor agree as follows:

**SECTION 1. Defined Terms.** All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Trademark Security Agreements.

**SECTION 2. Termination and Release.** Collateral Agent, on behalf of the Secured Parties, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to the right, title, and interest in, to, and under all the Trademark Collateral, including, but not limited to, the foregoing listed on Schedule A attached hereto; and

(b) authorizes the recordation of this Release with the USPTO at Pledgor's expense.

**SECTION 3. Choice of Law.** This Release shall be governed by and construed in accordance with the laws of the State of New York.

**IN WITNESS WHEREOF**, the Collateral Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

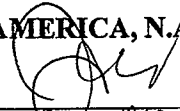
Collateral Agent:

**BANK OF AMERICA, N.A.**, as Collateral Agent

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

  
\_\_\_\_\_  
JOAN MOK  
VICE PRESIDENT

Champion Window Manufacturing and Supply Co.  
Termination and Release of Security Interest in Trademarks

**TRADEMARK**  
**REEL: 004949 FRAME: 0143**

Schedule A

U.S. Trademarks Subject to Security Interest  
 Granted by Champion Window Manufacturing and Supply Co., LLC  
 In Favor of Bank of America, N.A., as Collateral Agent  
 Recorded May 25, 2012 at Reel 4787 Frame 0910

Registered Marks

Mark	Registration No.	Registration Date
C and Design	4117867	03/27/12
TIMBERBOND	4150815	05/29/12

Pending Applications

Mark	Application No.	Filing Date
COASTAL COMFORT 365	85518935	01/18/12
SECURE COMFORT 365	85493765	12/13/11
DYNAMIC COMFORT 365	85479947	11/23/11
WHEN YOU COMPARE AND CHOOSE CHAMPION, YOU WIN EVERY TIME!	85439795	10/05/11
COMFORT CONNECT 365	85397682	08/15/11

U.S. Trademarks Subject to Security Interest  
 Granted by Champion Window Manufacturing and Supply Co., LLC  
 In Favor of Bank of America, N.A., as Collateral Agent  
 Recorded February 1, 2010 at Reel 4141 Frame 0275

Registered Marks

Mark	Registration No.	Registration Date
ACOUSTI-SOFT DUAL-DENSITY WALL SYSTEM	3771351	04/06/10
ACOUSTI-SOFT	3771321	04/06/10
WE BUILD IT. WE INSTALL IT. WE STAND BEHIND IT.	3639448	06/16/09
BASEMENT LIVING SYSTEMS	3634083	06/09/09
BASEMENT LIVING SYSTEMS BY CHAMPION	3569478	02/03/09
COLORBOND	3362869	01/01/08
COMFORT 365 DOORS	3373432	01/22/08
COMFORT 365 WINDOWS	3373431	01/22/08
COMFORT 365	3039140	01/10/06
HELPING TO MAKE YOUR HOUSE JUST A LITTLE MORE LIKE HOME	2500108	10/23/01
CHAMPION	2195331	10/13/98
CHAMPION	2195330	10/13/98

**U.S. Trademarks Subject to Security Interest**  
**Granted by Champion Window Manufacturing and Supply Co., LLC**  
**In Favor of Bank of America, N.A., as Collateral Agent (First Lien)**  
**Recorded May 14, 2007 at Reel 3541 Frame 0312**

**Registered Marks**

<b>Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
COLORBOND	3362869	01/01/08
COMFORT 365 DOORS	3373432	01/22/08
COMFORT 365 WINDOWS	3373431	01/22/08
COMFORT 365	3039140	01/10/06
HELPING TO MAKE YOUR HOUSE JUST A LITTLE MORE LIKE HOME	2500108	10/23/01
CHAMPION	2195331	10/13/98
CHAMPION	2195330	10/13/98