

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT FOR SECURITY -- TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
RE Community Holdings II, Inc.		06/21/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Cerberus Business Finance, LLC, as collateral agent		
Street Address:	875 Third Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	4224314	LEADING THE RECOVERY REVOLUTION	
Serial Number:	85439810	LEADING THE RECOVERY REVOLUTION	
Registration Number:	4224312	LEADING THE RECOVERY REVOLUTION	
Serial Number:	85439817	LEADING THE RECOVERY REVOLUTION	
Registration Number:	4309834	RE COMMUNITY	
Serial Number:	85840950	RE COMMUNITY ENERGY	
Registration Number:	4224313	RE COMMUNITY RECYCLING	
Registration Number:	4309911	RE COMMUNITY RECYCLING	
Registration Number:	4313822	RE ENGINEERED FEEDSTOCK	
Serial Number:	85405024	RECOMMUNITY	
Serial Number:	85439793	RECOMMUNITY	
Serial Number:	85840936	RECOMMUNITY ENERGY	
Registration Number:	4127866	RECOVERY REVOLUTION	
CORRESPONDENCE DATA			

900258694

TRADEMARK
 REEL: 005054 FRAME: 0160

CH \$340.00 4224314

Fax Number: 2125935955

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

Phone: 212-756-2132

Email: scott.kareff@srz.com

Correspondent Name: S. Kareff c/o Schulte Roth & Zabel LLP

Address Line 1: 919 Third Avenue

Address Line 2: 22nd Floor

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:

014951-1397

NAME OF SUBMITTER:

Scott Kareff (014951-1397)

Signature:

/kc for sk/

Date:

06/21/2013

Total Attachments: 4

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ASSIGNMENT FOR SECURITY - - TRADEMARKS

WHEREAS, RE Community Holdings II, Inc. (the "Assignor") holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor has entered into a Pledge and Security Agreement, dated June 21, 2013 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Cerberus Business Finance, LLC, as the Collateral Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the "Assignee"); and

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the Secured Parties (as defined in the Security Agreement) a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the Assignee and the Lenders a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of June 21, 2013.

RE COMMUNITY HOLDINGS II, INC.

By:

Name:




Title:


Steve P. King

CFD

SCHEDULE A TO ASSIGNMENT FOR SECURITY
Trademarks and Trademark Applications

MARK	OWNER	COUNTRY	APPLICATION/ REGISTRATION NO.
LEADING THE RECOVERY REVOLUTION	RE Community Holdings II, Inc.	United States	Registration No. 4224314
LEADING THE RECOVERY REVOLUTION	RE Community Holdings II, Inc.	United States	Application No. 85439810
LEADING THE RECOVERY REVOLUTION (Stylized) 	RE Community Holdings II, Inc.	United States	Registration No. 4224312
LEADING THE RECOVERY REVOLUTION (Stylized) 	RE Community Holdings II, Inc.	United States	Application No. 85439817
RE COMMUNITY & Design 	RE Community Holdings II, Inc.	United States	Registration No. 4309834
RE COMMUNITY ENERGY & Design 	RE Community Holdings II, Inc.	United States	Application No. 85840950

MARK	OWNER	COUNTRY	APPLICATION/ REGISTRATION NO.
RE COMMUNITY RECYCLING & Design 	RE Community Holdings II, Inc.	United States	Registration No. 4224313
RE COMMUNITY RECYCLING & Design 	RE Community Holdings II, Inc.	United States	Registration No. 4309911
RE ENGINEERED FEEDSTOCK & Design 	RE Community Holdings II, Inc.	United States	Registration No. 4313822
RECOMMUNITY	RE Community Holdings II, Inc.	United States	Application No. 85405024
RECOMMUNITY	RE Community Holdings II, Inc.	United States	Application No. 85439793
RECOMMUNITY ENERGY	RE Community Holdings II, Inc.	United States	Application No. 85840936
RECOVERY REVOLUTION	RE Community Holdings II, Inc.	United States	Registration No. 4127866