TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM358606

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Second Lien Secured Note Termination and Release of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wilmington Trust, National Association		10/13/2015	bank: DELAWARE

RECEIVING PARTY DATA

Name:	HD Supply Facilities Maintenance, Ltd.
Street Address:	3100 Cumberland Blvd., Suite 1700
City:	Atlanta
State/Country:	FLORIDA
Postal Code:	30339
Entity Type:	LIMITED PARTNERSHIP: FLORIDA
Name:	HDS IP Holding, LLC
Street Address:	101 Convention Center Drive, Suite 850
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89109
Entity Type:	LIMITED LIABILITY COMPANY: NEVADA
Name:	HSI IP, Inc
Street Address:	3100 Cumberland Boulevard, Suite 1700
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	CORPORATION: DELAWARE
Name:	HD Supply Support Services, Inc
Street Address:	3100 Cumberland Blvd., Suite 1700
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	CORPORATION: DELAWARE
Name:	ProValue, LLC
Street Address:	3100 Cumberland Boulevard, Suite 1700
City:	Atlanta

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State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE
Name:	White Cap Construction Supply, Inc.
Street Address:	3100 Cumberland Blvd., Suite 1700
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 83

Property Type	Number	Word Mark
Registration Number:	3563112	MAINTENANCE WAREHOUSE
Registration Number:	4610425	MAINTENANCE WAREHOUSE
Registration Number:	4375851	MAINTENANCE WAREHOUSE
Registration Number:	4376494	MAINTENANCE WAREHOUSE
Registration Number:	4606259	MAINTENANCE WAREHOUSE
Registration Number:	3688792	AMERIFILE
Registration Number:	3683191	ESSENTIAL PRODUCTS FOR AN EFFICIENT PRAC
Registration Number:	2311197	WALLSTRETCHER
Registration Number:	2231634	AMERIFILE
Registration Number:	4079895	ALWAYS ON THE JOB
Registration Number:	0720199	AQUAGUARD
Registration Number:	4535768	AQUAGUARD 5 STEP POOL CARE SYSTEM
Registration Number:	2945650	AQUATRAC
Registration Number:	2455675	ASPEN
Registration Number:	4461343	ASPEN
Registration Number:	3611013	BEST BUSINESS ELECTRONIC SOLUTION TECHNO
Registration Number:	3845600	BRIGADE
Registration Number:	3928403	BRIGADE
Registration Number:	3865925	BRIGADE
Registration Number:	3086948	BRIGHTON
Registration Number:	4129736	BRIGHTON MANOR
Registration Number:	4535779	BRIGHTON MANOR
Registration Number:	2995438	CHAMPION
Registration Number:	3535469	CHAMPION WINDOW COVERINGS
Registration Number:	2426425	COREPRO
Registration Number:	3627904	COTTON BAY
Registration Number:	3679770	COTTON BAY

Property Type	Number	Word Mark
Registration Number:	4406141	CREATIVE TOUCH INTERIORS
Registration Number:	4140616	DUROGUARD
Registration Number:	2736417	FIDO HOUSE
Registration Number:	4155442	GREENBLOGIC
Registration Number:	4538054	GRIDADVANCE
Registration Number:	3559162	HD SUPPLY
Registration Number:	3454324	HD SUPPLY
Registration Number:	3550632	HD SUPPLY
Registration Number:	3679438	I
Registration Number:	3523340	IDEALLYGREEN
Registration Number:	3665886	LOCAL SERVICE, NATIONWIDE
Registration Number:	4747850	MAINTENANCE WAREHOUSE
Registration Number:	2901054	PANEL-PRO TILT-UP ESTIMATING SOFTWARE
Registration Number:	4001186	PERFECT SEAL
Registration Number:	3461922	POWERSCOPE
Registration Number:	2863412	PROVALUE
Registration Number:	4492443	RELIACARE
Registration Number:	3835518	SEASONS
Registration Number:	3850430	SEASONS GOLD
Registration Number:	2949257	SHIELD SECURITY
Registration Number:	4709330	SPEEDBUILD
Registration Number:	3911575	TOTAL CHOICE ADVANTAGE PROGRAM
Registration Number:	4796674	TRUESTOCK
Registration Number:	4783396	TRUESTOCK
Registration Number:	2266004	USA BLUEBOOK
Registration Number:	2236393	USABLUEBOOK
Registration Number:	2252348	UTILITY SUPPLY OF AMERICA
Registration Number:	3895271	VISTRA
Registration Number:	4392346	VISTRA
Registration Number:	4374791	WE BUILD YOUR CITY AND KEEP IT RUNNING
Registration Number:	3632249	WE GOT IT YOU GET IT AND YOU'RE GONE
Registration Number:	2243286	BAJA
Registration Number:	1818239	ELASCO
Registration Number:	1843279	ELASCO
Registration Number:	2288983	HUGHES
Registration Number:	1033014	MINALOY
Registration Number:	1381417	MINE TUFF
Registration Number:	1929737	RIO

Property Type	Number	Word Mark
Registration Number:	2360623	THE SOURCE
Registration Number:	3835928	HD SUPPLY SUPPORT SERVICES, INC.
Registration Number:	3545345	PROVALUE
Registration Number:	3299068	BLACK MARLIN
Registration Number:	2997227	CONTRACTOR TRADER
Registration Number:	2966934	PANEL-PRO
Registration Number:	2385183	WC
Registration Number:	3048812	WHITE CAP
Registration Number:	3026834	WHITE CAP
Registration Number:	1478065	WHITE CAP
Registration Number:	2927946	WHITE CAP CONSTRUCTION SUPPLY
Serial Number:	86436537	RELIA+
Serial Number:	86436545	RELIA+
Serial Number:	86436549	RELIA+
Serial Number:	86373220	SEASONS
Serial Number:	86435093	SEASONS
Serial Number:	86435138	SEASONS
Serial Number:	86309319	TRU PERSPECTIVE

CORRESPONDENCE DATA

Fax Number: 2129096836

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

Phone: 212-909-6000

Email: trademarks@debevoise.com

Correspondent Name: Ann Stillman, Esq.

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Address Line 2: Debevoise & Plimpton LLP

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ATTORNEY DOCKET NUMBER:	24937-1200
NAME OF SUBMITTER:	Ann Stillman
SIGNATURE:	/Ann Stillman/
DATE SIGNED:	10/14/2015

Total Attachments: 7

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SECOND LIEN SECURED NOTE TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

This SECOND LIEN TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (the "Termination and Release"), dated as of October 13, 2015, from Wilmington Trust, National Association, as note collateral agent (the "Agent") for the banks and other financial institutions that are parties to the Indenture governing the 11% Senior Secured Second Priority Notes Due 2020 of HD Supply, Inc., to the grantors as set forth in Schedule A hereto (each, a "Grantor"). Capitalized terms used herein without definition are used as defined in the Collateral Agreement (as defined below).

WITNESSETH:

WHEREAS, pursuant to that certain Collateral Agreement, dated as of April 12, 2012, as amended, amended and restated, waived, supplemented or otherwise modified from time to time (the "Collateral Agreement"), made by HD Supply, Inc. and certain of its subsidiaries in favor of the Agent, each Grantor granted to the Agent, for the ratable benefit of the Secured Parties, a security interest (the "Security Interest") in certain Collateral, including all of the Grantor's Trademarks and Proceeds and products of such Trademarks, as collateral security for the prompt and complete payment and performance when due of the Obligations of such Grantor;

WHEREAS, in connection with the Collateral Agreement, each Grantor and the Agent entered into certain Second Lien Secured Note Notices and Confirmations of Grant of Security Interest in Trademarks, which were recorded in the Trademark Division of the United States Patent and Trademark Office at Reel/Frame 4756/0660, Reel/Frame 4831/0030 and Reel/Frame 5414/0534 (collectively, the "Trademark Security Instrument"); and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademarks of each Grantor and Proceeds and products of such Trademarks.

NOW, THEREFORE, for good and valuable consideration, including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademarks of each Grantor and Proceeds and products of such Trademarks pursuant to the Collateral Agreement and the Trademark Security Instrument, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

1. Release of Security Interest. The Agent hereby terminates, releases and discharges its Security Interest in the Trademarks of each Grantor (including, without limitation, those items listed on Schedule A hereto under such Grantor's name) and Proceeds and products of such Trademarks granted pursuant to the Collateral Agreement and the Trademark Security Instrument, and any right, title or interest of the Agent in such Trademarks and Proceeds and products of such Trademarks shall hereby cease and become void.

2. Further Assurances. The Agent shall promptly and duly execute and deliver to each Grantor, at such Grantor's expense, all further releases and other documents (including, without limitation, Uniform Commercial Code termination statements), and take all other actions as such Grantor may reasonably request in writing for the purpose of obtaining the release of the Security Interest.

* * *

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IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

WILMINGTON TRUST, NATIONAL ASSOCIATION,
as Agent

By: _____
Name: Lynn M. Steiner
Title: Vice President

[SIGNATURE PAGE – SECOND LIEN SECURED NOTE TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS]

SCHEDULE A

Trademarks

HD Supply Facilities Maintenance, Ltd.

TRADEMARK	Status	Ser. No./Reg. No.	App. Date/Reg. Date
MAINTENANCE WAREHOUSE	Registered	RN: 3,563,112	1/20/2009
MAINTENANCE WAREHOUSE	Registered	RN: 4,610,425	9/23/2014
MAINTENANCE WAREHOUSE	Registered	RN: 4,375,851	7/30/2013
MAINTENANCE WAREHOUSE & Design	Registered	RN: 4,376,494	7/30/2013
MAINTENANCE WAREHOUSE & Design	Registered	RN: 4,606,259	9/16/2014
AMERIFILE	Registered	RN: 3,688,792	9/29/2009
ESSENTIAL PRODUCTS FOR AN EFFICIENT PRACTICE	Registered	RN: 3,683,191	9/15/2009
WALLSTRETCHER	Registered	RN: 2,311,197	1/25/2000
AMERIFILE (and design)	Registered	RN: 2,231,634	3/16/1999

HDS IP Holding, LLC

TRADEMARK	Status	Ser. No./Reg. No.	App. Date/Reg. Date
ALWAYS ON THE JOB	Registered	RN: 4,079,895	1/3/2012
AQUAGUARD	Registered	RN: 0,720,199	8/22/1961
AQUAGUARD 5 STEP POOL CARE SYSTEM & Design	Registered	RN: 4,535,768	05/27/2014
AQUATRAC	Registered	RN: 2,945,650	5/3/2005
ASPEN	Registered	RN: 2,455,675	05/29/2001
ASPEN & Design	Registered	RN: 4,461,343	1/7/2014
BEST BUSINESS ELECTRONIC SOLUTION TECHNOLOGIES (stylized)	Registered	RN: 3,611,013	4/28/2009
BRIGADE (Multistar stylization)	Registered	RN: 3,845,600	9/7/2010
BRIGADE (Multistar stylization)	Registered	RN: 3,928,403	3/8/2011
BRIGADE (star stylization)	Registered	RN: 3,865,925	10/19/2010
BRIGHTON	Registered	RN: 3,086,948	5/2/2006
BRIGHTON MANOR	Registered	RN: 4,129,736	4/17/2012
BRIGHTON MANOR & Design	Registered	RN: 4,535,779	5/27/2014
CHAMPION	Registered	RN: 2,995,438	09/13/2005
CHAMPION WINDOW COVERINGS & Design	Registered	RN: 3,535,469	11/18/2008

COREPRO	Registered	RN: 2,426,425	2/6/2001
COTTON BAY	Registered	RN: 3,627,904	5/26/2009
COTTON BAY	Registered	RN: 3,679,770	9/8/2009
CREATIVE TOUCH INTERIORS	Registered	RN: 4,406,141	9/24/2013
DUROGUARD	Registered	RN: 4,140,616	5/15/2012
FIDO HOUSE & Design	Registered	RN: 2,736,417	7/15/2003
GREENBLOGIC	Registered	RN: 4,155,442	6/5/2012
GRIDADVANCE	Registered	RN: 4,538,054	5/27/2014
HD SUPPLY	Registered	RN: 3,559,162	1/6/2009
HD SUPPLY (logo)	Registered	RN: 3,454,324	6/24/2008
HD SUPPLY (logo)	Registered	RN: 3,550,632	12/23/2008
HD SUPPLY HARDWARE SOLUTIONS[1]	Registered	RN: 114-257	3/4/2014
I (stylized)	Registered	RN: 3,679,438	9/8/2009
IDEALLYGREEN	Registered	RN: 3,523,340	10/28/2008
LOCAL SERVICE NATIONWIDE	Registered	RN: 3,665,886	8/11/2009
MAINTENANCE WAREHOUSE	Registered	RN: 4,747,850	6/2/2015
PANEL-PRO TILT-UP ESTIMATING SOFTWARE & Design	Registered	RN: 2,901,054	11/9/2004
PERFECT SEAL	Registered	RN: 4,001,186	7/26/2011
POWERSCOPE	Registered	RN: 3,461,922	7/8/2008
PROVALUE	Registered	RN: 2,863,412	7/13/2004
RELIA+	Pending ITU	SN: 86/436,537	10/28/2014
RELIA+	Pending ITU	SN: 86/436,545	10/28/2014
RELIA+	Pending ITU	SN: 86/436,549	10/28/2014
RELIACARE	Registered	RN: 4,492,443	3/4/2014
SEASONS	Pending ITU	SN: 86/373,220	8/21/2014
SEASONS	Pending ITU	SN: 86/435,093	10/27/2014
SEASONS	Pending ITU	SN: 86/435,138	10/27/2014
SEASONS (stylized)	Registered	RN: 3,835,518	8/17/2010
SEASONS GOLD (stylized)	Registered	RN: 3,850,430	9/21/2010
SHIELD SECURITY	Registered	RN: 2,949,257	5/10/2005

[1] This trademark is registered in the State of Alabama.

SPEEDBUILD	Registered	RN: 4,709,330	3/24/2015
TOTAL CHOICE ADVANTAGE PROGRAM	Registered	RN: 3,911,575	1/25/2011
TRUESTOCK	Registered	RN: 4,796,674	8/18/2015
TRUESTOCK	Registered	RN: 4,783,396	7/28/2015
TRU PERSPECTIVE	Pending ITU	SN: 86/309,319	6/13/2014
USA BLUEBOOK and Design	Registered	RN: 2,266,004	8/3/1999
USABLUEBOOK	Registered	RN: 2,236,393	4/6/1999
UTILITY SUPPLY OF AMERICA	Registered	RN: 2,252,348	6/15/1999
VISTRA	Registered	RN: 3,895,271	12/21/2010
VISTRA & Design	Registered	RN: 4,392,346	8/27/2013
WE BUILD YOUR CITY AND KEEP IT RUNNING	Registered	RN: 4,374,791	7/30/2013
WE GOT IT YOU GET IT AND YOU'RE GONE	Registered	RN: 3,632,249	6/2/2009

HSI IP, Inc.

TRADEMARK	Status	Ser. No./Reg. No.	App. Date/Reg. Date
BAJA	Registered	RN: 2,243,286	5/4/1999
ELASCO	Registered	RN: 1,818,239	1/25/1994
ELASCO (stylized)	Registered	RN: 1,843,279	7/5/1994
HUGHES	Registered	RN: 2,288,983	10/26/1999
MINALOY	Registered	RN: 1,033,014	2/10/1976
MINE TUFF	Registered	RN: 1,381,417	2/4/1986
RIO	Registered	RN: 1,929,737	10/24/1995
THE SOURCE	Registered	RN: 2,360,623	06/20/2000

HD Supply Support Services, Inc.

TRADEMARK	Status	Ser. No./Reg. No.	App. Date/Reg. Date
HD SUPPLY SUPPORT SERVICES, INC.	Registered	RN: 3,835,928	8/17/2010

ProValue, LLC

TRADEMARK	Status	Ser. No./Reg. No.	App. Date/Reg. Date
PROVALUE	Registered	RN: 3,545,345	12/9/2008

White Cap Construction Supply, Inc.

TRADEMARK	Status	Ser. No./Reg. No.	App. Date/Reg. Date
BLACK MARLIN	Registered	RN: 3,299,068	9/25/2007
CONTRACTOR TRADER	Registered	RN: 2,997,227	9/20/2005
PANEL-PRO	Registered	RN: 2,966,934	7/12/2005
WC and Design	Registered	RN: 2,385,183	9/12/2000
WHITE CAP	Registered	RN: 3,048,812	1/24/2006
WHITE CAP (Stylized)	Registered	RN: 3,026,834	12/13/2005
WHITE CAP (stylized)	Registered	RN: 1,478,065	2/23/1988
WHITE CAP CONSTUCTION SUPPLY	Registered	RN: 2,927,946	2/22/2005