

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM472184

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Trademark Security Agreement recorded at Reel 5958/Frame 0799

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, National Association		05/01/2018	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	USI Legend Parent, Inc.
Street Address:	380 St. Peter Street, Suite 1020
City:	St. Paul
State/Country:	MINNESOTA
Postal Code:	55102
Entity Type:	Corporation: DELAWARE
Name:	USI Senior Holdings, Inc.
Street Address:	380 St. Peter Street, Suite 1020
City:	St. Paul
State/Country:	MINNESOTA
Postal Code:	55102
Entity Type:	Corporation: DELAWARE
Name:	USI Intermediate Holdings, Inc.
Street Address:	380 St. Peter Street, Suite 1020
City:	St. Paul
State/Country:	MINNESOTA
Postal Code:	55102
Entity Type:	Corporation: DELAWARE
Name:	United Subcontractors, Inc.
Street Address:	380 St. Peter Street, Suite 1020
City:	St. Paul
State/Country:	MINNESOTA
Postal Code:	55102
Entity Type:	Corporation: UTAH
Name:	USI Construction Services, LLC
Street Address:	380 St. Peter Street, Suite 1020
City:	St. Paul

TRADEMARK

State/Country:	MINNESOTA
Postal Code:	55102
Entity Type:	Limited Liability Company: DELAWARE
Name:	USI Cardalls, LLC
Street Address:	380 St. Peter Street, Suite 1020
City:	St. Paul
State/Country:	MINNESOTA
Postal Code:	55102
Entity Type:	Limited Liability Company: DELAWARE
Name:	USI Smith Insulation, LLC
Street Address:	380 St. Peter Street, Suite 1020
City:	St. Paul
State/Country:	MINNESOTA
Postal Code:	55102
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	4676666	USI BUILDING SOLUTIONS
Registration Number:	4819291	USI CONSTRUCTION SERVICES
Registration Number:	4705245	USI
Registration Number:	5258776	EAGLE ROCK SUPPLY
Registration Number:	5271758	USI SIGNATURE SOLUTIONS

CORRESPONDENCE DATA

Fax Number: 9494754754
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: 949-451-3800
Email: skann@gibsondunn.com
Correspondent Name: Stephanie Kann
Address Line 1: 3161 Michelson Drive
Address Line 2: Gibson, Dunn & Crutcher LLP
Address Line 4: Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER:	56446-00027
NAME OF SUBMITTER:	Stephanie Kann
SIGNATURE:	/stephanie kann/
DATE SIGNED:	05/01/2018

Total Attachments: 4
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RELEASE OF TRADEMARK SECURITY AGREEMENT

This RELEASE OF TRADEMARK SECURITY AGREEMENT (this "Release") is made as of May 1, 2018, by **WELLS FARGO BANK, NATIONAL ASSOCIATION**, a national banking association, in its capacity as agent for the Lender Group and the Bank Product Providers (in such capacity, together with its successors and assigns in such capacity, "Agent"), to the Grantors listed Schedule I hereof (collectively, jointly and severally, the "Grantors" and each individually, a "Grantor"). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the Security Agreement (as defined below).

WITNESSETH:

WHEREAS, the Grantors and the Agent are parties to that certain Trademark Security Agreement, dated as of January 5, 2017 (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Security Agreement"), pursuant to which the Grantors have granted to the Agent for the benefit of Lender Group and the Bank Product Providers, a security interest in the Trademark Collateral (as defined in the Security Agreement), including, but not limited to, the trademark registrations set forth on Exhibit A attached hereto (the "Trademarks"); and

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on January 6, 2017 at Reel 5958 Frame 0799; and

WHEREAS, the Grantors have requested that the Agent release, and the Agent is willing to release its lien on and security interest in, and any other right, title, and interest it may have in, to and under the Trademark Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby agrees as follows:

1. The Agent does hereby terminate, release and discharge the entirety of any and all security interests that it may have in, and all claims, whether presently existing or hereafter acquired or created, pursuant to the Security Agreement to the Trademark Collateral, including, but not limited to, the Trademarks, and any right, title or interest of the Agent in such Trademark Collateral shall hereby terminate, cease and become void. The Agent hereby assigns, transfers and conveys any and all right, title or interest of the Agent in the Trademark Collateral to the Grantors.

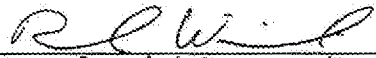
2. This Release may be executed in any number of counterparts (including electronic transmission and facsimile counterparts), each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument.

3. This Release and the rights and obligations of the parties hereunder shall be governed by, and shall be construed and enforced in accordance with, the laws of the State of New York.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this Release of Trademark Security Agreement to be executed and delivered as of the date first written above.

**WELLS FARGO BANK, NATIONAL
ASSOCIATION**, a national banking association,
as Agent

By: 
Name: *David Wisniewski*
Title: *Vice President*

[SIGNATURE PAGE TO RELEASE OF TRADEMARK SECURITY AGREEMENT]

SCHEDULE I

USI LEGEND PARENT, INC., a Delaware corporation

USI SENIOR HOLDINGS, INC., a Delaware corporation

USI INTERMEDIATE HOLDINGS, INC., a Delaware corporation

UNITED SUBCONTRACTORS, INC., a Utah corporation



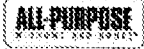
USI CONSTRUCTION SERVICES, LLC, a Delaware limited liability company

USI CARDALLS, LLC, a Delaware limited liability company

USI SMITH INSULATION, LLC, a Delaware limited liability company

EXHIBIT A

Trademark Registrations

Grantor	Jurisdiction	Mark	Registration No.	Reg Date
United Subcontractors, Inc. (Utah Corp.)	Federal		4676666	01/20/2015
United Subcontractors, Inc. (Utah Corp.)	Federal	USI CONSTRUCTION SERVICES	4819291	9/22/2015
United Subcontractors, Inc. (Utah Corp.)	Federal		4705245	03/17/2015
United Subcontractors, Inc. (Utah Corp.)	Federal	EAGLE ROCK SUPPLY	5258776	8/8/2017
United Subcontractors, Inc. (Utah Corp.)	Federal	USI SIGNATURE SOLUTIONS	5271758	8/22/2017
United Subcontractors, Inc.	Arizona	ALL-PURPOSE WINDOWS AND DOORS	393540	01/31/2007
United Subcontractors, Inc.	Arizona	PRESTON INSULATION	200489	10/19/1998
United Subcontractors, Inc.	Arizona	MESA INSULATION	191538	04/21/1998
United Subcontractors, Inc.	Arizona	MESA INSULATION SPECIALISTS	179788	08/15/1997
United Subcontractors, Inc.	Nevada	ALL-PURPOSE WINDOWS AND DOORS	E0789322007-1	11/16/2007
United Subcontractors, Inc.	New Mexico		TK07032001	03/20/2007