

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM553978

| | |
|------------------------------|-------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | SECURITY INTEREST |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---|----------|----------------|-------------------------------------|
| ENGINEERING EXCELLENCE NATIONAL ACCOUNTS, LLC | | 12/16/2019 | Limited Liability Company: OHIO |
| SERVICE EXPERTS LLC | | 12/16/2019 | Limited Liability Company: DELAWARE |

RECEIVING PARTY DATA

| | |
|--------------------------|--------------------------------------|
| Name: | The Toronto-Dominion Bank, as agent |
| Street Address: | 66 Wellington Street West, 9th Floor |
| Internal Address: | TD Bank Tower |
| City: | Toronto, Ontario |
| State/Country: | CANADA |
| Postal Code: | M5K 1A2 |
| Entity Type: | Chartered Bank: CANADA |

PROPERTY NUMBERS Total: 22

| Property Type | Number | Word Mark |
|-----------------------------|---------|--|
| Registration Number: | 4750583 | ENGINEERING EXCELLENCE |
| Registration Number: | 5699085 | SERVICE EXPERTS ADVANTAGE PROGRAM |
| Registration Number: | 4555769 | THE PINK PLUMBER |
| Registration Number: | 4433219 | EXPERT CASH |
| Registration Number: | 4322904 | SERVICE EXPERTS HEATING & AIR CONDITIONI |
| Registration Number: | 4119664 | EXPERT SERVICE GUARANTEED |
| Registration Number: | 4085251 | |
| Registration Number: | 4103218 | SERVICE EXPERTS HEATING & AIR CONDITIONI |
| Registration Number: | 4103219 | |
| Registration Number: | 4103220 | SERVICE EXPERTS HEATING & AIR CONDITIONI |
| Registration Number: | 4051746 | ARAMENDIA |
| Registration Number: | 3665779 | PLATINUM PLUS |
| Registration Number: | 3665780 | PLUS |
| Registration Number: | 3182270 | NATE-CERTIFIED PROFESSIONAL TECHS |
| Registration Number: | 3087102 | QUALITY SERVICE EVERY VISIT |

CH \$565.00 4750583

| Property Type | Number | Word Mark |
|----------------------|---------|-----------------------------|
| Registration Number: | 3087103 | ALWAYS EASY TO WORK WITH |
| Registration Number: | 3084331 | DAYTIME NIGHTTIME ON-TIME |
| Registration Number: | 3084332 | RESPECT FOR YOU & YOUR HOME |
| Registration Number: | 2964842 | HOME HEALTH |
| Registration Number: | 2345482 | |
| Registration Number: | 2333251 | CALVERLEY |
| Registration Number: | 1979318 | SERVICE EXPERTS |

CORRESPONDENCE DATA

Fax Number: 2028357586

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: 202-835-7500

Email: dcip@milbank.com

Correspondent Name: Javier J. Ramos

Address Line 1: 1850 K Street, NW, Suite 1100

Address Line 2: Milbank, LLP

Address Line 4: Washington, D.C. 20006

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|--------------------------------|-------------------|
| ATTORNEY DOCKET NUMBER: | 45000.00033 |
| NAME OF SUBMITTER: | Javier J. Ramos |
| SIGNATURE: | /Javier J. Ramos/ |
| DATE SIGNED: | 12/19/2019 |

Total Attachments: 5

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CONFIRMATION OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

WHEREAS:

Engineering Excellence National Accounts, LLC (“**EENA**”), a limited liability company organized and existing under the laws of the State of Ohio with offices at 3820 American Drive, Suite 200, Plano, Texas 75075 and Service Experts LLC (“**Service Experts**”, and together with EENA, each, a “**Debtor**” and collectively, the “**Debtors**”), a limited liability company organized and existing under the laws of the State of Delaware with offices at 3820 American Drive, Suite 200, Plano, Texas 75075 are the owners of the applicable trademarks set forth in Exhibit A hereto, and the underlying goodwill associated with such trademarks (collectively, the “**Trademarks**”), and the copyrights set forth in Exhibit B hereto (collectively, the “**Copyrights**”); and

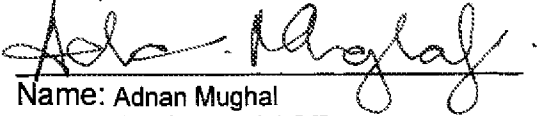
The Toronto-Dominion Bank, as agent for certain lenders (the “**Agent**”), with offices at 66 Wellington Street West, 9th Floor Toronto, ON M5K 1A2, has entered into an agreement with the Debtors, as reflected by a separate document entitled the “**General Security Agreement**” dated as of the 16th day of December, 2019 by which the Debtors granted to the Agent, a security interest in certain property, including the Trademarks and Copyrights, in consideration of the provision of certain credit facilities to the Borrower (as defined in the General Security Agreement).

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged and in accordance with the terms and obligations set forth in the Security Agreement, the Debtor confirms the grant to the Agent of a security interest in and to the Trademarks and Copyrights.

[Signature page follows]

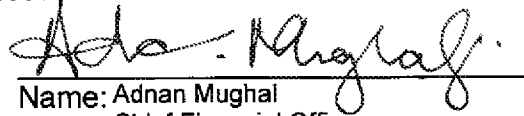
DATED on this 16th day of December, 2019.

**ENGINEERING EXCELLENCE NATIONAL
ACCOUNTS, LLC**

Per: 
Name: Adnan Mughal
Title: Chief Financial Officer

Per: _____
Name:
Title:

SERVICE EXPERTS LLC

Per: 
Name: Adnan Mughal
Title: Chief Financial Officer

Per: _____
Name:
Title:

[Confirmation of Security Interest in Trademarks]

EXHIBIT A

TRADEMARKS

1. Engineering Excellence National Accounts, LLC

| No | Owner | Trademark | App. No. | App. Date | Reg. No. | Reg. Date |
|----|---|------------------------|----------|-------------|----------|-------------|
| 1. | ENGINEERING EXCELLENCE NATIONAL ACCOUNTS, LLC | ENGINEERING EXCELLENCE | 86236895 | 31-MAR-2014 | 4750583 | 09-JUN-2015 |

2. Service Experts LLC

| No. | Owner | Trademark | App. No. | App. Date | Reg. No. | Reg. Date |
|-----|---------------------|--|----------|-------------|----------|-------------|
| 1. | SERVICE EXPERTS LLC | SERVICE EXPERTS ADVANTAGE PROGRAM | 87830910 | 12-MAR-2018 | 5699085 | 12-MAR-2019 |
| 2. | SERVICE EXPERTS LLC | THE PINK PLUMBER | 86116617 | 12-NOV-2013 | 4555769 | 24-JUN-2014 |
| 3. | SERVICE EXPERTS LLC | EXPERT CASH | 85546378 | 17-FEB-2012 | 4433219 | 12-NOV-2013 |
| 4. | SERVICE EXPERTS LLC | SERVICE EXPERTS HEATING & AIR CONDITIONING | 85486038 | 02-DEC-2011 | 4322904 | 23-APR-2013 |
| 5. | SERVICE EXPERTS LLC | EXPERT SERVICE GUARANTEED | 85309711 | 02-MAY-2011 | 4119664 | 27-MAR-2012 |
| 6. | SERVICE EXPERTS LLC | Design Only | 85302009 | 22-APR-2011 | 4085251 | 10-JAN-2012 |
| 7. | SERVICE EXPERTS LLC | SERVICE EXPERTS HEATING & AIR CONDITIONING | 85302036 | 22-APR-2011 | 4103218 | 21-FEB-2012 |
| 8. | SERVICE EXPERTS LLC | Design Only | 85302052 | 22-APR-2011 | 4103219 | 21-FEB-2012 |
| 9. | SERVICE EXPERTS LLC | SERVICE EXPERTS HEATING & AIR CONDITIONING | 85302061 | 22-APR-2011 | 4103220 | 21-FEB-2012 |
| 10. | SERVICE EXPERTS LLC | ARAMENDIA | 85125960 | 09-SEP-2010 | 4051746 | 08-NOV-2011 |
| 11. | SERVICE EXPERTS LLC | PLATINUM PLUS | 77513376 | 02-JUL-2008 | 3665779 | 11-AUG-2009 |
| 12. | SERVICE EXPERTS LLC | PLUS | 77513387 | 02-JUL-2008 | 3665780 | 11-AUG-2009 |

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|-----|---------------------|-----------------------------------|----------|-------------|---------|-------------|
| 13. | SERVICE EXPERTS LLC | NATE-CERTIFIED PROFESSIONAL TECHS | 76638641 | 16-MAY-2005 | 3182270 | 12-DEC-2006 |
| 14. | SERVICE EXPERTS LLC | QUALITY SERVICE EVERY VISIT | 76638662 | 16-MAY-2005 | 3087102 | 02-MAY-2006 |
| 15. | SERVICE EXPERTS LLC | ALWAYS EASY TO WORK WITH | 76638664 | 16-MAY-2005 | 3087103 | 02-MAY-2006 |
| 16. | SERVICE EXPERTS LLC | DAYTIME NIGHTTIME ON-TIME | 76638667 | 16-MAY-2005 | 3084331 | 25-APR-2006 |
| 17. | SERVICE EXPERTS LLC | RESPECT FOR YOU & YOUR HOME | 76638668 | 16-MAY-2005 | 3084332 | 25-APR-2006 |
| 18. | SERVICE EXPERTS LLC | HOME HEALTH | 76594140 | 25-MAY-2004 | 2964842 | 05-JUL-2005 |
| 19. | SERVICE EXPERTS LLC | Design Only | 75733403 | 21-JUN-1999 | 2345482 | 25-APR-2000 |
| 20. | SERVICE EXPERTS LLC | CALVERLEY | 75733416 | 21-JUN-1999 | 2333251 | 21-MAR-2000 |
| 21. | SERVICE EXPERTS LLC | SERVICE EXPERTS | 74606296 | 02-DEC-1994 | 1979318 | 11-JUN-1996 |

EXHIBIT B
COPYRIGHTS

| Registration No. | Reg. Date | Title | Owner |
|-------------------------|------------------|----------------------------------|---|
| TX0005108846 | 03-DEC-1999 | Customer development program. | Service Experts, Inc. (nka Service Experts LLC) |
| TX0005187018 | 24-MAR-2000 | EPA : Extra Privilege Agreement. | Service Experts, Inc. (nka Service Experts LLC) |