

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM637304

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HouseMaster SPV LLC		03/25/2021	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	CITIBANK, N.A., as trustee		
Street Address:	388 Greenwich Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10013		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	2341033	NATIONAL INSTITUTE OF BUILDING INSPECTOR	
Registration Number:	1844346	NIBI	
Registration Number:	1850656	NIBI NATIONAL INSTITUTE BUILDING INSPECT	
Registration Number:	2674502	EXPRESS	
Registration Number:	6106000	HOME INSPECTIONS. DONE RIGHT.	
Registration Number:	1514093	HOUSEMASTER	
Registration Number:	3741752	HOUSEMASTER	
Registration Number:	1960067	HOUSEMASTER "THE HOME INSPECTION PROFESS	
Registration Number:	5451807	HOUSEMASTER CLOUD	
Registration Number:	5265133	HOUSEMASTER GUARANTEE PLUS	
Registration Number:	3085974	HOUSEMASTER HOME INSPECTIONS. DONE RIGH	
Registration Number:	5208548	HOUSEMASTER HOME INSPECTIONS. DONE RIGHT	
Registration Number:	3201271	HOUSEMASTER INSPECTION RESOURCE GUIDE	
Registration Number:	2111414	HOUSEMASTERY	
Registration Number:	3167001	INSPECTION RESOURCE GUIDE	
Registration Number:	4789431	MODERN CANDLELIGHT CO.	
Registration Number:	1999271	STRUCTURALLY SOUND	
Registration Number:	2039528	THE GUARANTEED INSPECTION PEOPLE	
Registration Number:	1514091	THE HOME INSPECTION PROFESSIONALS	
TRADEMARK			

OP \$490.00 2341033

CORRESPONDENCE DATA**Fax Number:** 3367342617

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: 336-607-7503**Email:** tmadmin@kilpatricktownsend.com**Correspondent Name:** Tiffani D. Otey**Address Line 1:** 1001 West Fourth Street**Address Line 2:** c/o Kilpatrick Townsend & Stockton LLP**Address Line 4:** Winston-Salem, NORTH CAROLINA 27101-2400

NAME OF SUBMITTER:	Kimberly Weems
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SIGNATURE:	/Kimberly Weems/
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DATE SIGNED:	04/06/2021
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Total Attachments: 8

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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

This NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS (the "Notice") is made and entered into as of March 25, 2021, by HouseMaster SPV LLC, a Delaware limited liability company located at 1010 N University Parks Dr., Waco, TX 76707 ("Grantor"), in favor of CITIBANK, N.A., a national banking association ("Citibank"), as trustee, located at 388 Greenwich Street, New York, New York 10013 ("Trustee").

WHEREAS, Grantor is the owner of the United States trademarks, registrations and applications set forth in Schedule 1 attached hereto (collectively, the "Trademarks") and the goodwill connected with the use of or symbolized by such Trademarks; and

WHEREAS, pursuant to the Guarantee and Collateral Agreement, dated as of March 25, 2021, made by Neighborly SPV Guarantor LLC, Neighborly Assetco LLC, Aire Serv SPV LLC, Mr. Electric SPV LLC, The Grounds Guys SPV LLC, Rainbow International SPV LLC, Glass Doctor SPV LLC, Mr. Appliance SPV LLC, Mr. Rooter SPV LLC, Molly Maid SPV LLC, Mr. Handyman SPV, LLC, Five Star Painting SPV LLC, Window Genie SPV LLC, Real Property Management SPV LLC, Mosquito Joe SPV LLC, HouseMaster SPV LLC, Dryer Vent Wizard SPV LLC, ShelfGenie SPV LLC, Precision Door SPV LLC, ProTradeNet SPV LLC, Back Office SPV LLC and G-O Manufacturing SPV LLC, each a Delaware limited liability company, each as a Guarantor, in favor of the Trustee (as amended, supplemented or otherwise modified from time to time, the "Guarantee and Collateral Agreement"), to secure the Obligations, Grantor has granted to the Trustee for the benefit of the Secured Parties, a security interest in Grantor's right, title and interest in, to and under certain intellectual property of Grantor, including the Trademarks and the goodwill connected with the use of or symbolized by the Trademarks, and the right to bring an action at law or in equity for any infringement, misappropriation, dilution or other violation thereof, and to collect all damages, settlements and proceeds relating thereto, and, to the extent not otherwise included, all payments, proceeds, supporting obligations and accrued and future rights to payment with respect to the foregoing (collectively the "Trademark Collateral"); and

WHEREAS, pursuant to Section 8.25(c) of the Base Indenture, dated as of March 25, 2021, by and among Neighborly Issuer LLC, a Delaware limited liability company, and Citibank, as Trustee and as Securities Intermediary (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Indenture") and Section 3.5(b) of the Guarantee and Collateral Agreement, Grantor agreed to execute and deliver to the Trustee this Notice for purposes of filing the same with the United States Patent and Trademark Office ("USPTO") to confirm, evidence and perfect the security interest in the Trademark Collateral granted under the Guarantee and Collateral Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and subject to all applicable terms and conditions of the Indenture (as defined below) and the Guarantee and Collateral Agreement, which are incorporated by reference as if fully set forth herein, to secure the Obligations, Grantor hereby

grants to the Trustee, for the benefit of the Secured Parties, a security interest in Grantor's right, title and interest in, to and under the Trademark Collateral, to the extent now owned or at any time hereafter acquired by Grantor.

Capitalized terms used in this Notice (including the preamble and the recitals hereto), and not defined in this Notice, shall have the meanings assigned to such terms in Annex A attached to the Indenture.

1. The parties intend that this Notice is for recordation (and, if applicable, perfection) purposes. The terms of this Notice shall not modify the applicable terms and conditions of the Indenture or the Guarantee and Collateral Agreement, which govern the Trustee's interest in the Trademark Collateral and which shall control in the event of any conflict. Grantor hereby acknowledges the sufficiency and completeness of this Notice to create a security interest in the Trademark Collateral in favor of the Trustee for the benefit of the Secured Parties, and Grantor hereby requests the USPTO to file and record this Notice together with the annexed Schedule 1.

2. Grantor and Trustee hereby acknowledge and agree that the grant of security interest in, to and under the Trademark Collateral made hereby may be terminated only in accordance with the terms of the Indenture and the Guarantee and Collateral Agreement and shall terminate automatically upon the termination of the Indenture or the Guarantee and Collateral Agreement.

3. THIS NOTICE SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK WITHOUT REGARD TO CONFLICTS OF LAW PRINCIPLES (OTHER THAN SECTIONS 5-1401 AND 5-1402 OF THE GENERAL OBLIGATIONS LAW OF THE STATE OF NEW YORK).

4. This Notice may be executed by the parties hereto in separate counterparts, each of which when so executed shall be deemed to be an original and all of which when taken together shall constitute one and the same agreement.

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IN WITNESS WHEREOF, the undersigned has caused this NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS to be duly executed by its duly authorized officer as of the date and year first written above.

HOUSEMASTER SPV LLC, as Grantor

By: 

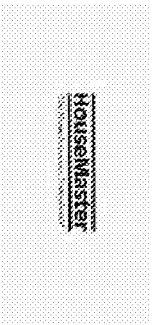
Name: Jon Shell

Title: Treasurer

Schedule 1
Trademarks

Country	Mark	Status/ Filing Basis	Serial No. Filing Date	Reg. No. Reg. Date	Owner	Class/Description	Action
United States of America	NATIONAL INSTITUTE OF BUILDING INSPECTORS	Registered	75698163 May 5, 1999	2341033 Apr 11, 2000	HI Training LLC	16 Training and technical newsletters and pamphlets dealing with building inspection. 41 Educational services, namely, conducting classes and seminars in the field of building inspection.	Sec 8/9 Renewal Deadline Apr 11, 2030
United States of America	NIBI	Registered	73792777 Apr 12, 1989	1844346 Jul 12, 1994	HI Training LLC	16 Training and technical newsletters and pamphlets dealing with building inspection. 41 Educational services, namely, conducting classes and seminars in the field of building inspection.	Sec 8/9 Renewal Deadline Jul 12, 2024
United States of America	NIBI NATIONAL INSTITUTE BUILDING INSPECTORS (and Design)	Registered	73792882 Apr 12, 1989	1850656 Aug 23, 1994	HI Training LLC	16 Training and technical newsletters and pamphlets dealing with building inspection. 41 Educational services, namely, conducting classes and seminars in the field of building inspection.	Sec 8/9 Renewal Deadline Aug 23, 2024
Country	Mark	Status/ Filing Basis	Serial No. Filing Date	Reg. No. Reg. Date	Owner	Class/Description	Action
United States of America	EXPRESS	Registered	76339750 Nov 19, 2001	2674502 Jan 14, 2003	HM Services LLC	16 Printed home inspection report forms.	Sec 8/9 Renewal Deadline Jan 14, 2023
United States of America	HOME INSPECTIONS. DONE RIGHT.	Registered	88702573 Nov 22, 2019	6106000 Jul 21, 2020	HM Services LLC	42 Visual home inspection services for sellers and purchasers of residential and commercial properties.	Sec 8 and/or 15 Filing Deadline Jul 21, 2026 Sec 8/9 Renewal Deadline Jul 21, 2030


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Country	Mark	Status/ Filing Basis	Serial No. Filing Date	Reg. No. Reg. Date	Owner	Class/Description	Action
United States of America	HOUSEMASTER	Registered	73698692 Dec 3, 1987	1514093 Nov 22, 1988	HM Services LLC	42 Inspection of residential and commercial properties.	Sec 8/9 Renewal Deadline Nov 22, 2028
United States of America	HOUSEMASTER	Registered	77625525 Dec 3, 2008	3741752 Jan 26, 2010	HM Services LLC	42 Providing temporary use of on-line non-downloadable software for producing reports in the field of residential and commercial building inspections; providing temporary use of on-line non-downloadable software for contact management and business administration; providing a web site featuring information, forms, educational and reference materials, and a discussion forum in the field of post-construction residential and commercial building inspections.	Sec 8/9 Renewal Deadline Jan 26, 2030
United States of America	HOUSEMASTER "THE HOME INSPECTION PROFESSIONALS" (and Design)	Registered	74634092 Feb 10, 1995	1960067 Mar 5, 1996	HM Services LLC	42 Inspection of residential and commercial properties.	Sec 8/9 Renewal Deadline Mar 5, 2026
United States of America							
United States of America	HOUSEMASTER CLOUD	Registered	87595158 Sep 4, 2017	5451807 Apr 24, 2018	HM Services LLC	42 Software as a service (SAAS) services featuring software for users to store, view, monitor, retrieve, share and sell information related to home inspections, home inventory, home maintenance, and overall home management.	Sec 8 and/or 15 Filing Deadline Apr 24, 2024 Sec 8/9 Renewal Deadline Apr 24, 2028

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Country	Mark	Status/ Filing Basis	Serial No. Filing Date	Reg. No. Reg. Date	Owner	Class/Description	Action
United States of America	HOUSEMASTER GUARANTEE PLUS (and Design)	Registered	8/281794 Dec 27, 2016	5265133 Aug 15, 2017	HM Services LLC	36 Warranty claims administration services, namely, processing warranty claims for residential exterior gas, water, and sewer lines; Providing extended warranties on residential exterior gas, water, and sewer lines.	Sec 8 and/or 15 Filing Deadline Aug 14, 2023 Sec 8/9 Renewal Deadline Aug 14, 2027
United States of America							
United States of America	HOUSEMASTER HOME INSPECTIONS, DONE RIGHT. (and Design)	Registered	76610597 Sep 9, 2004	3085974 Apr 25, 2006	HM Services LLC	37 Building inspection in the course of building construction. 42 Post construction home and building inspection services; radon screening; termite inspections; evaluation and testing of residential and commercial property for the presence of hazardous materials; evaluation and testing of water quality; well equipment; buried fuel tanks; and synthetic stucco.	Sec 8/9 Renewal Deadline Apr 25, 2026
United States of America							
United States of America	HOUSEMASTER HOME INSPECTIONS, DONE RIGHT. GUARANTEED. (and Design)	Registered	87190034 Sep 30, 2016	5208548 May 23, 2017	HM Services LLC	37 Building inspection. 42 Evaluation and testing of real estate for the presence of hazardous material; Visual home inspection services for sellers and purchasers of residential and commercial properties.	Sec 8 and/or 15 Filing Deadline May 23, 2023 Sec 8/9 Renewal Deadline May 23, 2027
United States of America							
United States of America	HOUSEMASTER INSPECTION RESOURCE GUIDE	Registered	78799053 Jan 25, 2006	3201271 Jan 23, 2007	HM Services LLC	16 Binders primarily containing checklists, worksheets, informational flyers and related DVDs, all relating to the home inspection process or buying, selling, ownership or maintenance of a home.	Sec 8/9 Renewal Deadline Jan 23, 2027
United States of America	HOUSEMASTERY	Registered	75138699 Jul 23, 1996	2111414 Nov 4, 1997	HM Services LLC	16 Newsletters relating to the buying, selling, ownership and maintenance of a home.	Sec 8/9 Renewal Deadline Nov 4, 2027

Country	Mark	Status/ Filing Basis	Serial No. Filing Date	Reg. No. Reg. Date	Owner	Class/Description	Action
United States of America	INSPECTION RESOURCE GUIDE	Registered	78799060 Jan 25, 2006	3167001 Oct 31, 2006	HM Services LLC	16 Binders primarily containing checklists, worksheets, informational flyers and related DVDs, all relating to the home inspection process or buying, selling, ownership or maintenance of a home.	Sec 8/9 Renewal Deadline Oct 31, 2026
United States of America	MODERN CANDLELIGHT CO. (and Design)	Registered	86477004 Dec 10, 2014	4789431 Aug 11, 2015	HM Services LLC	37 Installation of holiday lighting; installation, maintenance, and removal of interior and exterior custom seasonal decorations for others.	Sec 8 and/or 15 Filing Deadline Aug 1, 2021 Sec 8/9 Renewal Deadline Aug 11, 2025
United States of America							
United States of America	STRUCTURALLY SOUND	Registered	74647454 Mar 16, 1995	1999271 Sep 10, 1996	HM Services LLC	25 T-Shirts.	Sec 8/9 Renewal Deadline Sep 10, 2026
United States of America	THE GUARANTEED INSPECTION PEOPLE	Registered	75020356 Nov 15, 1995	2039528 Feb 18, 1997	HM Services LLC	37 Home inspection services.	Sec 8/9 Renewal Deadline Feb 18, 2027
United States of America	THE HOME INSPECTION PROFESSIONALS	Registered	73698690 Dec 3, 1987	1514091 Nov 22, 1988	HM Services LLC	42 Inspection of residential and commercial properties.	Sec 8/9 Renewal Deadline Nov 22, 2028

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