

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	TERMINATION OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as administrative agent		07/12/2011	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Norcold, Inc.		
Street Address:	600 South Kuther Road		
City:	Sidney		
State/Country:	OHIO		
Postal Code:	45365		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3586925	POLARMAXRF	
Registration Number:	3549569	ULTRALINE	
Serial Number:	77018410	POLAR ULTRA	
CORRESPONDENCE DATA			
Fax Number:	(212)593-5955		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
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:	015061-0010		
NAME OF SUBMITTER:	Scott Kareff (015061-0010)		

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 REEL: 004581 FRAME: 0127

Signature:	/kc for sk/
Date:	07/13/2011
Total Attachments: 2 source=Trademark Termination for Norcold, Inc#page1.tif source=Trademark Termination for Norcold, Inc#page2.tif	

TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of July 12, 2011, is made by Bank of America, N.A., as Administrative Agent (the "Secured Party").

WHEREAS, Norcold, Inc. (the "Grantor") has granted a security interest in certain personal property to the Secured Party, including without limitation a security interest in certain trademarks, trademark applications, and/or trademark licenses ("Trademarks");

WHEREAS, the security interest granted to the Secured Party was recorded at the United States Patent and Trademark Office on August 18, 2009 at Reel 4048 and Frame 0259; and

WHEREAS, the Secured Party has agreed to terminate and release its security interest in all of such Trademarks, including, without limitation, the Trademarks identified on Schedule A attached hereto.

NOW, THEREFORE, for valuable consideration, the Secured Party hereby terminates and releases all mortgages, liens, and security interests granted to the Secured Party in the following Trademarks:

1. all of the Grantor's Trademarks to which the Grantor is a party including those referred to on Schedule A attached hereto;
2. all goodwill of the business connected with the use of, and symbolized by, each Trademark; and
3. all products and proceeds of the foregoing, including, without limitation, any claim by the Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or (ii) injury to the goodwill associated with any Trademark.

IN WITNESS WHEREOF, the Secured Party has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Secured Party:

Bank of America, N.A., as Administrative Agent

By: 

Name: Judy D. Payne

Title: Vice President

Schedule A

**Norcold, Inc.
(Delaware Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
POLARMAXRF	3586925	03/10/09
ULTRALINE	3549569	12/23/08

Pending Application

Mark	Application No.	Filing Date
POLAR ULTRA	77018410	10/11/06