

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM360463

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

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cortland Capital Market Services LLC		10/28/2015	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	R/M Management Co., Inc.
Street Address:	9221 East Via De Ventura
City:	Scottsdale
State/Country:	ARIZONA
Postal Code:	85258
Entity Type:	CORPORATION: DELAWARE
Name:	San Diego Medical Services Enterprise, LLC
Street Address:	1010 Second Ave, Ste. 300
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92101
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	3022891	
Registration Number:	2956911	
Registration Number:	3021707	SW+
Registration Number:	2830121	R/M
Registration Number:	2775781	SW+
Registration Number:	2829946	SOUTHWEST AMBULANCE
Registration Number:	2758901	KIDZULANCE
Registration Number:	2090501	RURAL/METRO
Registration Number:	3869477	SAN DIEGO MEDICAL SERVICES 911 & NON-EME
Registration Number:	4281642	BOWERS AMBULANCE
Registration Number:	4366750	BOWERS AMBULANCE A RURAL/METRO COMPANY
Registration Number:	4183351	PACIFIC AMBULANCE
Registration Number:	4287787	PACIFIC AMBULANCE A RURAL/METRO COMPANY

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4315620	PP PRIDEMARK PARAMEDIC SERVICES A RURAL/
Registration Number:	2323875	PRIDEMARK
Registration Number:	2319022	PRIDEMARK
Registration Number:	2228102	PRIDEMARK PARAMEDIC SERVICES, L.L.C.
Serial Number:	86293405	
Serial Number:	86293433	
Serial Number:	86293475	RURAL/METRO
Serial Number:	86293505	RURAL/METRO FIRE DEPT.

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: Christine Shu Gilleland, Esq.
Address Line 1: 919 Third Avenue
Address Line 2: Debevoise & Plimpton LLP
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	24968-1207
NAME OF SUBMITTER:	Christine Shu Gilleland
SIGNATURE:	/Christine Shu Gilleland/
DATE SIGNED:	10/29/2015

Total Attachments: 9
source=Term Rel Rural-Metro Trademark Release_Cortland#page1.tif
source=Term Rel Rural-Metro Trademark Release_Cortland#page2.tif
source=Term Rel Rural-Metro Trademark Release_Cortland#page3.tif
source=Term Rel Rural-Metro Trademark Release_Cortland#page4.tif
source=Term Rel Rural-Metro Trademark Release_Cortland#page5.tif
source=Term Rel Rural-Metro Trademark Release_Cortland#page6.tif
source=Term Rel Rural-Metro Trademark Release_Cortland#page7.tif
source=Term Rel Rural-Metro Trademark Release_Cortland#page8.tif
source=Term Rel Rural-Metro Trademark Release_Cortland#page9.tif

TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARKS

TERMINATION AND RELEASE, dated as of October 28, 2015, from CORTLAND CAPITAL MARKET SERVICES LLC, a Delaware limited liability company, as administrative agent (the "Agent") for all the Lenders party to the Credit Agreement (as hereinafter defined), to WP ROCKET HOLDINGS INC., a Delaware corporation ("Holdings"), RURAL/METRO CORPORATION, a Delaware corporation (the "Borrower"), the Subsidiaries of the Borrower listed on the signature pages hereto (such Subsidiaries, together with Holdings and the Borrower, the "Grantors"). Capitalized terms used herein without definition are used as defined in the Credit Agreement, dated as of November 4, 2014 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"), among Holdings, the Borrower, the lenders party thereto from time to time and the Agent.

WITNESSETH:

WHEREAS, pursuant to the Collateral Agreement, dated as of November 4, 2014 (as amended, supplemented, restated or otherwise modified from time to time, the "Collateral Agreement"), among Holdings, the Borrower, the other grantors party thereto from time to time and the Agent and, in connection therewith, that certain Notice and Confirmation of Grant of Security Interest in Trademarks, dated as of November 4, 2014 (the "Trademark Security Agreement"), made by the Grantors in favor of the Agent, a lien on and security interest in certain Trademark Collateral (as hereinafter defined) (the "Security Interest") was granted by the Grantors to the Agent; and

WHEREAS, the Trademark Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on November 5, 2014, at Reel 5394, Frame 0663; and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Collateral Agreement and the Trademark Security Agreement, 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. Trademark Collateral: The term "Trademark Collateral," as used herein, shall mean all of the Grantors' right, title and interest in, to and under the following Collateral of the Grantors:

1.1 all of its trademarks and trademark applications, including, without limitation, those referred to on Schedule 1 hereto;

1.2 all goodwill of the business connected with the use of, and symbolized by, each trademark; and

1.3 all rights to sue at law or in equity for any infringement or other impairment of the foregoing, including the right to receive all proceeds and damages thereof.

2. Release of Security Interest: The Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Agent in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances: At the Borrower's expense, the Agent shall (a) execute, acknowledge, procure and deliver to the Grantors all further releases and other documents (including without limitation Uniform Commercial Code termination statements), and (b) take all other actions necessary or reasonably desirable for the release of such Security Interest.

* * *

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

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

CORTLAND CAPITAL MARKET
SERVICES LLC,
as Agent

By: 

Name:

Title:

Polina Arsenyeva
Associate Counsel

Associate Counsel

[Signature Page to Termination and Release of Security Interest In Trademarks]

TRADEMARK
REEL: 005656 FRAME: 0053

SCHEDULE I

Trademark Registrations and Applications

	Country/ Jurisdiction Name	Trademark Name	App. No.	App. Date	Reg. Number	Reg. Date	Current Owner	Status
1.	US	Design Only	78/244686	5/1/03	3022891	12/6/05	R/M Management Co., Inc.	Registered
2.	US	Design Only	78/244673	5/1/03	2956911	5/31/05	R/M Management Co., Inc.	Registered
3.	US	SW+ (and Design)	78/241870	4/24/03	3021707	11/29/05	R/M Management Co., Inc.	Registered
4.	US	R/M (and Design)	78/239674	4/18/03	2830121	4/6/04	R/M Management Co., Inc.	Registered

Country/ Jurisdiction Name	Trademark Name	App. No.	App. Date	Reg. Number	Reg. Date	Current Owner	Status
5. US	SW+ (and Design)	78/188019	11/22/02	2775781	10/21/03	R/M Management Co., Inc.	Registered
6. US	Southwest Ambulance	78/186660	11/19/02	2829946	4/6/04	R/M Management Co., Inc.	Registered
7. US	Kidzulance	78/137136	6/19/02	2758901	9/2/03	R/M Management Co., Inc.	Registered
8. US	Rural/Metro	75/020135	11/14/95	2090501	8/26/97	R/M Management Co., Inc.	Registered
9. US	San Diego Medical Services 911 & Non- Emergency Transportation (and Design)	77/900906	12/24/09	3869477	11/02/10	San Diego Medical Services Enterprise, LLC	Registered

Country/ Jurisdiction Name	Trademark Name	App. No.	App. Date	Reg. Number	Reg. Date	Current Owner	Status
10. US	Bowers Ambulance	85/500042	12/20/11	4281642	1/29/13	R/M Management Co., Inc.	Registered
11. US	Bowers Ambulance a Rural/Metro Company (and Design)	85/499906	12/20/11	4366750	7/16/13	R/M Management Co., Inc.	Registered
12. US	Pacific Ambulance	85/500056	12/20/11	4183351	7/31/12	R/M Management Co., Inc.	Registered
13. US	Pacific Ambulance a Rural/Metro Company (and Design)	85/499920	12/20/11	4287787	2/12/13	R/M Management Co., Inc.	Registered
14. US	PP Pridemark Paramedics Services a Rural/Metro Company (and Design)	85/499933	12/20/11	4315620	4/9/13	R/M Management Co., Inc.	Registered

Country/ Jurisdiction Name	Trademark Name	App. No.	App. Date	Reg. Number	Reg. Date	Current Owner	Status
15. US	Pridemark	75/625778	1/21/99	2323875	2/29/00	R/M Management Co., Inc.	Registered
16. US	Pridemark	75/624446	1/21/99	2319022	2/15/00	R/M Management Co., Inc.	Registered
17. US	Pridemark Paramedic Services, L.L.C. (and Design)	75/409154	12/22/97	2228102	3/02/99	R/M Management Co., Inc.	Registered
18. US	Black and White Triangle Logo Design	86/293405	5/28/14			R/M Management Co., Inc.	Pending
19. US	Color Triangle Logo Design	86/293433	5/28/14			R/M Management Co., Inc.	Pending

Country/ Jurisdiction Name	Trademark Name	App. No.	App. Date	Reg. Number	Reg. Date	Current Owner	Status
20. US	Black and White Logo and Rural/Metro	86/293475	5/28/14			R/M Management Co., Inc.	Pending
21. US	Black and White Fire Logo Design	86/293505	5/28/14			R/M Management Co., Inc.	Pending
22. Arizona	KORD'S			20652	10/29/01	Southwest Ambulance of Tucson	Registered
23. Arizona	PMT (and Design)		8/30/12	56560	8/31/12	Professional Medical Transport, Inc.	Registered
24. Arizona	PMT a Rural/Metro Company (and Design)		8/30/12	56561	8/31/12	Professional Medical Transport, Inc.	Registered

Country/ Jurisdiction Name	Trademark Name	App. No.	App. Date	Reg. Number	Reg. Date	Current Owner	Status
25. Nebraska	Rural/Metro Ambulance			10046327	6/10/03	Eastern Ambulance Service, Inc.	Registered
26. South Dakota	Rural/Metro Ambulance And Design			1679472	3/25/11	Sioux Falls Ambulance, Inc.	Registered
27. Nebraska	Rural/Metro Ambulance			10046322	6/10/03	Eastern Ambulance Service, Inc.	Registered
28. Nebraska	Rural/Metro Medical Services			10171593	1/16/13	Eastern Ambulance Service, Inc.	Registered
29. Nebraska	Rural/Metro Alternative Transportation Services			10171592	1/16/13	Eastern Ambulance Service, Inc.	Registered