

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assigns security interest only

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Harris N.A., as Agent		02/04/2010	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Bank of Montreal, as Agent
Street Address:	111 West Monroe
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	Chartered Bank: CANADA

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Serial Number:	77027226	BE THERE FOR LIFE
Registration Number:	2563476	
Registration Number:	2940330	EFS
Registration Number:	2562923	EMCOR
Registration Number:	2575099	EMCOR SERVICES
Registration Number:	3202939	EMCOR. TAKING KIDSAFETY TO THE STREET
Registration Number:	2751080	FACILITIES EDGE
Serial Number:	76296634	FACILITIES SERVICES TO THE POWER OF E
Registration Number:	2753922	FE
Registration Number:	2648390	KNOWLEDGE IN ACTION

CORRESPONDENCE DATA

Fax Number: (312)803-5299
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

900153958

**TRADEMARK
 REEL: 004143 FRAME: 0831**

CH \$265.00 77027226

Phone: (312) 845-3430
Email: kalwa@chapman.com
Correspondent Name: Richard Kalwa
Address Line 1: 111 West Monroe Street
Address Line 2: Chapman and Cutler LLP
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	1921592
NAME OF SUBMITTER:	Richard Kalwa
Signature:	/richard kalwa/
Date:	02/04/2010
Total Attachments: 2 source=2760415#page1.tif source=2760415#page2.tif	

NOTICE: ASSIGNMENT OF SECURED PARTY ONLY

PLEASE TAKE NOTICE that HARRIS N.A., a national banking association ("*Harris*"), as Agent (the "*Original Secured Party*") has resigned as collateral agent and the Secured Creditors (as defined in the Security Agreement hereinafter defined) have appointed BANK OF MONTREAL, a Canadian chartered bank ("*BMO*"), as successor collateral agent (the "*New Secured Party*") for itself and such other Secured Creditors pursuant to that certain Third Amended and Restated Security Agreement dated as of even date herewith, by and among EMCOR Group, Inc., a Delaware corporation ("*Debtor*"), certain affiliates of Debtor, as debtors, and the New Secured Party (such Third Amended and Restated Security Agreement, as amended, modified, supplemented or restated from time to time, hereinafter referred to as the "*Security Agreement*"), all of its right, title and interest in, to and under the liens and security interests of Debtor, and such affiliates of Debtor, granted to the Original Secured Party pursuant to a Second Amended and Restated Security Agreement dated September 29, 2007 (the "*Prior Security Agreement*").

All trademarks, trademark registrations, trademark applications and rights therein of Debtor in favor of the Original Secured Party, including without limitation, all such property set forth in that certain Trademark Collateral Agreement of Debtor recorded with the United States Patent and Trademark Office on September 20, 2007 in Reel 003624, at Frame 0883, as listed on Schedule A attached hereto and made a part hereof are transferred and assigned, with their goodwill, to the New Secured Party, with its mailing address at 111 West Monroe, Chicago, Illinois 60603. All liens and other security interests heretofore vested against those trademarks, trademark registrations, trademark applications and rights thereto in favor of the Original Secured Party under the Prior Security Agreement remain effective now as against property interests therein of Debtor in favor of the New Secured Party under the Security Agreement as appointed by the Secured Creditors.

Date: February 4, 2010.

EMCOR GROUP, INC.

By 

Name R. Kevin Matz

Title Executive Vice President

Shared Services

**SCHEDULE A
TO NOTICE OF CHANGE IN SECURED PARTY**

**REGISTERED TRADEMARKS
AND TRADEMARK APPLICATIONS**

TRADEMARK	COUNTRY	STATUS	APP. NO.	FILED	REG. NO.	REGISTERED
Be There For Life	UNITED STATES	PENDING	77/027,226	10/23/2006		
Diamond Design	UNITED STATES	REGISTERED	76/197,550	1/19/2001	2,563,476	4/23/2002
EFS	UNITED STATES	REGISTERED	76/123,985	9/ 7/2000	2,940,330	4/12/2005
EMCOR & Design	UNITED STATES	REGISTERED	75/895,899	1/12/2000	2,562,923	4/23/2002
EMCOR SERVICE	UNITED STATES	REGISTERED	75/895,801	1/12/2000	2,575,099	6/ 4/2002
EMCOR. TAKING KIDSAFETY TO THE STREET	UNITED STATES	REGISTERED	78/704,379	8/31/2005	3,202,939	1/23/2007
FACILITIES EDGE	UNITED STATES	REGISTERED	76/308,780	9/ 4/2001	2,751,080	8/12/2003
FACILITIES SERVICES TO THE POWER OF E	UNITED STATES	PENDING	76/296,634	8/ 8/2001		
FE (stylized)	UNITED STATES	REGISTERED	76/297,396	8/ 8/2001	2,753,922	8/19/2003
KNOWLEDGE IN ACTION	UNITED STATES	REGISTERED	76/197,324	1/19/2001	2,648,390	11/12/2002