

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Friedrich Air Conditioning Co., Ltd.		10/05/2012	LIMITED PARTNERSHIP: TEXAS

RECEIVING PARTY DATA

Name:	Regions Bank, as Administrative Agent
Street Address:	250 Park Avenue
Internal Address:	6th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10177
Entity Type:	Bank: ALABAMA

PROPERTY NUMBERS Total: 25

Property Type	Number	Word Mark
Registration Number:	0984507	FRIEDRICH
Registration Number:	1266256	F FRIEDRICH
Registration Number:	1875178	FLOATING AIR
Registration Number:	1070964	MONEY SAVER
Registration Number:	1295975	TWINTEMP
Registration Number:	1370023	HAZARDGARD
Registration Number:	1339108	QUIETMASTER
Registration Number:	1570776	WALLMASTER
Registration Number:	1958384	SMART CENTER
Registration Number:	1550071	ZONEAIRE
Registration Number:	2254203	VERT-I-PAK
Registration Number:	1405719	THE INSIDER
Registration Number:	2536679	XSTAR

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Registration Number:	2650681	UNI-FIT
Registration Number:	3854714	KÜHL
Registration Number:	3854723	F
Registration Number:	3854715	KÜHL+
Serial Number:	85457547	ENTRYGARD
Serial Number:	85457545	DIAMONBLUE ADVANCED CORROSION PROTECTION
Serial Number:	85457543	SUREHOLD FRONT COVER SYSTEM
Serial Number:	85545649	FRIEDRICHLINK
Serial Number:	85687388	CHILL
Serial Number:	85687393	CHILL+
Serial Number:	85673631	BREEZE
Serial Number:	85673632	SIMPLESILL

CORRESPONDENCE DATA

Fax Number: 4045818330
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 404-581-8275
Email: srbrown@jonesday.com
Correspondent Name: Sidney R. Brown, Jones Day
Address Line 1: 1420 Peachtree Street, NE
Address Line 2: Suite 800
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	397168-600076
NAME OF SUBMITTER:	Sidney R. Brown
Signature:	/Sidney R. Brown/
Date:	10/11/2012

Total Attachments: 5
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Notice of Grant of Security Interest in U.S. Trademarks


To: United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Credit and Security Agreement as of October 5, 2012 (as the same may be amended, modified, extended or restated from time to time, the "Credit Agreement") by and among (A) CC FRIEDRICH HOLDINGS, INC., a Delaware corporation ("Holdings"); (B) FRIEDRICH AIR CONDITIONING CO., LTD., a Texas limited partnership ("Friedrich"); (C) CC FRIEDRICH LP, INC., a Delaware corporation ("Friedrich LP"); (D) CC FRIEDRICH GP, INC., a Delaware corporation ("Friedrich GP"; together with Holdings, Friedrich and Friedrich LP, the "Borrowers"; (E) the Subsidiaries of the Borrowers which may become Guarantors thereunder (each such Subsidiary, a "Guarantor" and, collectively, the "Guarantors"; (F) the financial institutions from time to time party hereto (each, a "Lender" and, collectively, "Lenders"; (G) REGIONS BANK, an Alabama bank (as further defined below, "Regions"), in its capacity as the Swingline Lender and LC Issuer; and (H) Regions, in its capacity as administrative agent and collateral agent for Lenders party thereto and LC Issuer (in such capacity and as further defined below, "Administrative Agent" or "Agent"), the undersigned has granted a continuing security interest in and to, and Lien (as defined in the Credit Agreement) upon, all right, title, and interest in the trademarks shown below to the Administrative Agent for the benefit of the Lenders:

U.S. TRADEMARK REGISTRATIONS

TRADEMARK	SERIAL NUMBER	DATE FILED	REGISTRATION NUMBER	REGISTRATION DATE	CURRENT OWNER
FRIEDRICH (Word Mark)	72/436,996	9/28/1972	984,507	5/21/1974	Friedrich Air Conditioning Co., Ltd.
FRIEDRICH & Design (Shield) The lining and stippling shown on the mark are a feature of the mark and do not indicate color. The shield portion of the applicant's mark contains the representation of a star, olive branch, space capsule and the letter "F"	73/376,445	7/26/1982	1,266,256	2/07/1984	Friedrich Air Conditioning Co., Ltd.
FLOATING AIR & Design	74/464,539	12/01/1993	1,875,178	1/24/1995	Friedrich Air Conditioning Co., Ltd.
MONEY SAVER (Word Mark)	73/093,604	7/15/1976	1,070,964	8/09/1977	Friedrich Air Conditioning Co.,

TRADEMARK	SERIAL NUMBER	DATE FILED	REGISTRATION NUMBER	REGISTRATION DATE	CURRENT OWNER
					Ltd.
TWINTEMP (Word Mark)	73/445,758	09/29/1983	1,295,975	9/18/1984	Friedrich Air Conditioning Co., Ltd.
HAZARDGARD (Stylized)	73/539,413	5/24/1985	1,370,023	11/12/1985	Friedrich Air Conditioning Co., Ltd.
QUIETMASTER (Word Mark)	73/507,401	11/05/1984	1,339,108	6/04/1985	Friedrich Air Conditioning Co., Ltd.
WALLMASTER (Stylized)	73/695,594	11/16/1987	1,570,776	12/12/1989	Friedrich Air Conditioning Co., Ltd.
SMART CENTER (Stylized) The word "SMART" is disclaimed apart from the mark as shown	74/544,797	7/01/1994	1,958,384	2/27/1996	Friedrich Air Conditioning Co., Ltd.
ZONEAIRE (Word Mark)	73/773,285	1/06/1989	1,550,071	8/01/1989	Friedrich Air Conditioning Co., Ltd.
VERT-I-PAK (Word Mark)	75/304,829	06/06/1997	2,254,203	6/15/1999	Friedrich Air Conditioning Co., Ltd.
THE INSIDER (Word Mark)	73/575,902	12/31/1985	1,405,719	8/19/1986	Friedrich Air Conditioning Co., Ltd.
XSTAR	76/293,854	8/03/2001	2,536,679	2/05/2002	Friedrich Air Conditioning Co., Ltd.
UNI-FIT	76/325,563	10/15/2001	2,650,681	11/12/2002	Friedrich Air Conditioning Co., Ltd.
KÜHL	77/785,217	07/20/2009	3,854,714	9/28/2010	Friedrich Air Conditioning Co., Ltd.
f Shield Logo 	77/790,999	07/28/2009	3,854,723	9/28/2010	Friedrich Air Conditioning Co., Ltd.
KÜHL+	77/785222	07/20/2009	3,854,715	9/28/2010	Friedrich Air Conditioning Co., Ltd.
ENTRYGARD	85/457,547	10/27/2011	N/A	N/A	Friedrich Air Conditioning Co.,

TRADEMARK	SERIAL NUMBER	DATE FILED	REGISTRATION NUMBER	REGISTRATION DATE	CURRENT OWNER
					Ltd.
DIAMONBLUE ADVANCED CORROSION PROTECTION	85/457,545	10/27/2011	N/A	N/A	Friedrich Air Conditioning Co., Ltd.
SUREHOLD FRONT COVER SYSTEM	85/457,543	10/27/2011	N/A	N/A	Friedrich Air Conditioning Co., Ltd.
FRIEDRICHLINK	85/545,649	02/17/2012	N/A	N/A	Friedrich Air Conditioning Co., Ltd.
CHILL	85/687,388	07/26/2012	N/A	N/A	Friedrich Air Conditioning Co., Ltd.
CHILL+	85/687,393	07/26/2012	N/A	N/A	Friedrich Air Conditioning Co., Ltd.
BREEZE	85/673,631	07/11/2012	N/A	N/A	Friedrich Air Conditioning Co., Ltd.
SIMPLESILL	85/673,632	07/11/2012	N/A	N/A	Friedrich Air Conditioning Co., Ltd.

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The undersigned and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Credit Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

FRIEDRICH AIR CONDITIONING CO., LTD.

By: CC FRIEDRICH GP, INC.,
its General Partner

By:  _____

Name: Tracy Peterson

Title: Chief Financial Officer

Acknowledged and Accepted:

REGIONS BANK, as Administrative Agent

By: Kevin R. Rogers

Name: KEVIN R. ROGERS

Title: Attorney-in-Fact

[Friedrich — Notice of Grant of Security Interest (Trademarks)]