

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM333580

| | | | |
|---|---------------------------------|--|----------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Release of Security Interest | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Bank of America, N.A. | | 02/27/2015 | Association: UNITED STATES |
| RECEIVING PARTY DATA | | | |
| Name: | Waste Industries USA, INC. | | |
| Street Address: | 3301 Benson Drive, Suite 601 | | |
| City: | Raleigh | | |
| State/Country: | NORTH CAROLINA | | |
| Postal Code: | 27609 | | |
| Entity Type: | CORPORATION: NORTH CAROLINA | | |
| PROPERTY NUMBERS Total: 2 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3489395 | THINK SERVICE ! | |
| Registration Number: | 3619126 | WE'RE PART OF EVERYDAY LIFE...MAKE US PA | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | | | |
| <i>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.</i> | | | |
| Email: | marina.kelly@thomsonreuters.com | | |
| Correspondent Name: | Elaine Carrera, Legal Assistant | | |
| Address Line 1: | 80 Pine Street | | |
| Address Line 2: | c/o Cahill Gordon & Reindel LLP | | |
| Address Line 4: | New York, NEW YORK 10005 | | |
| NAME OF SUBMITTER: | Elaine Carrera, Legal Assistant | | |
| SIGNATURE: | /Marina Kelly, Thomson Reuters/ | | |
| DATE SIGNED: | 02/27/2015 | | |
| Total Attachments: 4 | | | |
| source=1 36b IP Release (Waste Industries USA Inc)#page1.tif | | | |
| source=1 36b IP Release (Waste Industries USA Inc)#page2.tif | | | |
| source=1 36b IP Release (Waste Industries USA Inc)#page3.tif | | | |
| source=1 36b IP Release (Waste Industries USA Inc)#page4.tif | | | |

OP \$65.00 3489395

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Bank of America, N.A.

- Individual(s)
- Partnership
- Corporation- State: _____
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) USA

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) February 27, 2015

- Assignment
- Security Agreement
- Other Release of Security Interest
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Waste Industries USA, Inc.

Street Address: 3301 Benson Drive, Suite 601

City: Raleigh

State: NC

Country: USA Zip: 27609

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship USA-NC
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) _____ Text _____

B. Trademark Registration No.(s) _____

See Schedule A

See Schedule A

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Elaine Carrera, Legal Assistant

Internal Address: _____

Street Address: c/o Cahill Gordon & Reindel LLP
80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3365

Docket Number: _____

Email Address: ecarrera@cahill.com

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature: Elaine Carrera

Signature

February 27, 2015

Date

Elaine Carrera

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

RELEASE OF SECURITY INTEREST IN TRADEMARKS

This RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “Release”), dated as of February 27, 2015 (the “Effective Date”), is made by BANK OF AMERICA, N.A., in its capacity as Administrative Agent (the “Administrative Agent”), in favor of the grantor party identified on the signature page hereto (the “Grantor”).

WHEREAS, pursuant to that certain Security Agreement, dated as of March 18, 2011, by and among the Agent, the Grantor and certain other parties thereto (as amended, amended and restated, or otherwise modified from time to time, the “Security Agreement”), the Grantor granted to the Administrative Agent, in its capacity as Administrative Agent, a security interest in and to certain collateral;

WHEREAS, pursuant to the Security Agreement, the Grantor executed and delivered a Trademark Security Agreement, dated as of March 18, 2011 (the “Trademark Security Agreement”), for recordal with the United States Patent and Trademark Office;

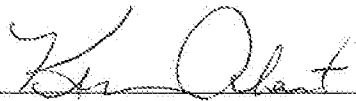
WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on April 4, 2011 at Reel/Frame 4514/0355;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby agrees as follows:

1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Security Agreement or the Trademark Security Agreement, as applicable.
2. Release. The Administrative Agent, without representation or warranty of any kind, hereby releases, discharges, terminates and cancels all of its security interest in and to the Trademark Collateral, including the trademark registrations and applications set forth Schedule A attached hereto, arising under the Security Agreement and the Trademark Security Agreement. If and to the extent that the Administrative Agent has acquired any right, title or interest in and to the Trademark Collateral under the Trademark Security Agreement, the Administrative Agent, without representation or warranty of any kind, hereby re-transfers, re-conveys and re-assigns such right, title or interest to the Grantor.
3. Termination. The Administrative Agent, without representation or warranty of any kind, terminates and cancels the Trademark Security Agreement.
4. Further Assurances. The Administrative Agent agrees to take all further actions, and provide to the Grantor and its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by the Grantor, at the Grantor’s sole cost and expense, to more fully and effectively effectuate the purposes of this Release.
5. Governing Law. This Release shall be governed exclusively under the laws of New York , without regard to conflicts of law or choice of law principles.

IN WITNESS WHEREOF, the Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date:

BANK OF AMERICA, N.A., acting in its capacity as Administrative Agent for the Lenders

By: 

Name: Kevin L. Ahart

Title: Vice President

GRANTORS:

Waste Industries USA, Inc.
Black Bear Disposal, LLC
Conrad Hill Renewable Energy, LLC
CLM Sanitation, LLC
Douglasville Transfer, LLC
Duplin County Disposal, LLC
Haw River LandCo, LLC
Laurens County Landfill, LLC
Ponderosa LandCo, LLC
Red Rock Disposal, LLC
Reliable Trash Service, LLC
S & S Enterprises of Mississippi, LLC
Safeguard Landfill Management, LLC
Sampson County Disposal, LLC
Sampson County Properties, LLC
Shamrock Environmental Services, LLC
TransWaste Services, LLC
Wake County Disposal, LLC
Waste Industries Atlanta, LLC
Waste Industries of Delaware, LLC
Waste Industries LandCo, LLC
Waste Industries of Maryland, LLC
Waste Industries of Mississippi, LLC
Waste Industries, LLC
WasteCo, LLC
Waste Services of Tennessee, LLC
Waste Industries of Tennessee, LLC
Waste Services of Decatur, LLC
Shaw Sanitation Services, Inc.
ETC of Georgia, LLC
Waste Industries Property Co., LLC

[Signature Page to Waste Industries USA, Inc. Trademark Release]

SCHEDULE A

TRADEMARKS

| Owner | Trademark | Application No. | Registration No. |
|----------------------------|--|-----------------|------------------|
| Waste Industries USA, Inc. | THINK SERVICE! | 77093354 | 3489395 |
| Waste Industries USA, Inc. | WE'RE PART OF EVERYDAY LIFE...MAKE US PART OF YOURS | 77584828 | 3619126 |

TRADEMARK LICENSES

License Agreement dated as of December 31, 2000, by and between Waste Industries, LLC (formerly Waste Industries, Inc.) and Waste Industries Property Co., LLC

**MATERIAL COMMON LAW TRADEMARKS, COMMON LAW TRADE NAMES,
FRANCHISES AND OTHER MATERIAL INTELLECTUAL PROPERTY RIGHTS**

Black Bear Disposal, LLC
Conrad Hill Renewable Energy, LLC
CLM Sanitation, LLC
Douglasville Transfer, LLC
Duplin County Disposal, LLC
ETC of Georgia, LLC
Haw River Landco, LLC
Laurens County Landfill, LLC
Ponderosa Landco, LLC
Red Rock Disposal, LLC
Reliable Trash Service, LLC
S & S Enterprises of Mississippi, LLC
Safeguard Landfill Management, LLC
Sampson County Disposal, LLC
Sampson County Properties, LLC
Shamrock Environmental Services, LLC
Shaw Sanitation Services, Inc.
TransWaste Services, LLC
Wake County Disposal, LLC
Waste Industries Atlanta, LLC
Waste Industries of Delaware, LLC
Waste Industries LandCo, LLC
Waste Industries of Maryland, LLC
Waste Industries of Mississippi, LLC
Waste Industries of Tennessee, LLC
Waste Industries Property Co., LLC
Waste Industries, LLC
Waste Industries USA, Inc.
Waste Services of Decatur, LLC
Waste Services of Tennessee, LLC
WasteCo, LLC