

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
American Home Mortgage Servicing, Inc.	FORMERLY AH Mortgage Acquisition Co., Inc.	05/29/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Homeward Residential, Inc.
Street Address:	1525 S. Bellline Road
City:	Coppell
State/Country:	TEXAS
Postal Code:	75019
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Serial Number:	77448828	AHMSI
Serial Number:	77448822	AHMSI3
Serial Number:	85595694	BELTLINE ROAD
Serial Number:	74425580	CN
Serial Number:	77312447	DARES
Serial Number:	85541673	HOMEWARD RESIDENTIAL
Serial Number:	85541671	HOMEWARD RESIDENTIAL
Serial Number:	85536481	HOMEWARD LENDING
Serial Number:	85536385	HOMEWARD LENDING
Serial Number:	85536377	HOMEWARD
Serial Number:	75309643	HOUSEKEEPER
Serial Number:	75204453	
Serial Number:	78565908	ONE GETS IT DONE
Serial Number:	76624647	OPTION ONE INSURANCE AGENCY, INC.

CH \$490.00 77448828

Serial Number:	77907150	POWER DEFAULT SERVICES INC.
Serial Number:	77907159	POWER REO MANAGEMENT SERVICES INC.
Serial Number:	85150331	POWER VALUATION SERVICES INC.
Serial Number:	77448815	SERVICING AT A HIGHER POWER
Serial Number:	76280773	START HERE. FINISH HERE.

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: 404-581-8620
Email: clkiedrowski@jonesday.com
Correspondent Name: Carrie L. Kiedrowski
Address Line 1: 1420 Peachtree St., N.E.
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	693568-655016
NAME OF SUBMITTER:	Carrie L. Kiedrowski
Signature:	/Carrie L. Kiedrowski/
Date:	10/01/2012

Total Attachments: 5
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Delaware

PAGE 1

The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "AMERICAN HOME MORTGAGE SERVICING, INC.", CHANGING ITS NAME FROM "AMERICAN HOME MORTGAGE SERVICING, INC." TO "HOMEWARD RESIDENTIAL, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF MAY, A.D. 2012, AT 8:02 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4419020 8100

120646012




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9600819

DATE: 05-29-12

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004870 FRAME: 0138

**THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION**

American Home Mortgage Servicing, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies as follows:

1. The present name of the Corporation is American Home Mortgage Servicing, Inc. The name under which the Corporation was originally incorporated was AH Mortgage Acquisition Co., Inc., and the date of filing of the original Certificate of Incorporation of the Corporation with the Secretary of State of the State of Delaware is September 6, 2007. The original certificate was amended and restated in its entirety by the Amended and Restated Certificate of Incorporation filed on November 15, 2007 (the "First A&R Certificate"). The First A&R Certificate was amended by a Certificate of Amendment filed on April 14, 2008; a Second Certificate of Amendment filed on August 28, 2008; a Third Certificate of Amendment filed on January 9, 2009, as corrected by a Certificate of Correction of the Third Certificate of Amendment filed on February 12, 2009; and a Certificate of Retirement of Stock filed on February 24, 2010. The First A&R Certificate, as amended, was amended and restated in its entirety by the Second Amended and Restated Certificate of Incorporation attached as Exhibit A to the Certificate of Merger filed on April 12, 2011 (the "Second A&R Certificate").

2. This Third Amended and Restated Certificate of Incorporation amends and restates the provisions of the Second A&R Certificate and has been duly proposed by the board of directors of the Corporation and adopted by the sole stockholder of the Corporation (by written consent pursuant to Section 228 of the DGCL) in accordance with Sections 242 and 245 of the DGCL.

3. The Second A&R Certificate is hereby amended and restated to read in its entirety as follows:

**THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
HOMEWARD RESIDENTIAL, INC.**

ARTICLE I

The name of the Corporation is Homeward Residential, Inc.

ARTICLE II

The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street in the City of Wilmington, County of New Castle, Delaware

19801. The name of the Corporation's registered agent at the registered office is The Corporation Trust Company.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the DGCL.

ARTICLE IV

The total number of shares of stock which the Corporation shall have authority to issue is 1,000 shares of common stock, par value \$0.01 per share.

ARTICLE V

Elections of directors at annual or special meetings of stockholders need not be by written ballot except and to the extent provided in the bylaws of the Corporation (the "Bylaws").

ARTICLE VI

To the full extent permitted by the DGCL or any other applicable laws presently or hereafter in effect, no director of the Corporation will be personally liable to the Corporation or its stockholders for or with respect to any acts or omissions in the performance of his or her duties as a director of the Corporation. Any repeal or modification of this Article VI will not adversely affect any right or protection of a director of the Corporation existing immediately prior to that repeal or modification.

ARTICLE VII

Each person who is or was or had agreed to become a director or officer of the Corporation, or each person who is or was serving or who had agreed to serve at the request of the board of directors or an officer of the Corporation as an employee or agent of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, (including the heirs, executors, administrators or estate of such person), including service with respect to an employee benefit plan, shall be indemnified by the Corporation to the full extent permitted by the DGCL or any other applicable laws as presently or hereafter in effect. Without limiting the generality or the effect of the foregoing, the Corporation may enter into one or more agreements with any person which provide for indemnification greater or different than that provided in this Article VII. Any repeal or modification of this Article VII will not adversely affect any right or protection existing hereunder immediately prior to that repeal or modification.

ARTICLE VIII

In furtherance and not in limitation of the rights, powers, privileges and discretionary authority granted or conferred by the DGCL or other statutes or laws of the State of Delaware, the board of directors of the Corporation is expressly authorized to make, alter, amend or repeal the Bylaws, without any action on the part of the stockholders, but the stockholders may make

additional bylaws and may alter, amend or repeal any bylaw whether adopted by them or otherwise. The Corporation may in the Bylaws confer powers upon its board of directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon the board of directors by applicable law.

ARTICLE IX

The Corporation reserves the right at any time and from time to time to amend, alter, change or repeal any provision contained in this Certificate, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed herein or by applicable law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate in its present form or as hereafter amended are granted subject to this reservation.

IN WITNESS WHEREOF, the Corporation has caused this Third Amended and Restated Certificate of Incorporation to be signed by Kimberly Day, its Assistant Secretary, who hereby acknowledges under penalties of perjury that the facts herein stated are true and that this Certificate is her act and deed, this 29th day of May, 2012.

AMERICAN HOME MORTGAGE SERVICING,
INC.

/s/Kimberly Day
Kimberly Day, Assistant Secretary