

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fleetwood Enterprises, Inc.		08/17/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	FH Holding, Inc.
Street Address:	1001 North Central Avenue
Internal Address:	8th Floor
City:	Phoenix
State/Country:	ARIZONA
Postal Code:	85004-1935
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 62

Property Type	Number	Word Mark
Registration Number:	3000776	AMERICANA
Registration Number:	2939708	ANNIVERSARY
Registration Number:	0897664	BARRINGTON
Registration Number:	1458232	BEACON HILL
Registration Number:	0957220	BERKSHIRE
Registration Number:	1556748	BRITTANY PARK
Registration Number:	0749026	BROADMORE
Registration Number:	1122755	BROOKFIELD
Registration Number:	1502962	CARRIAGE HILL
Registration Number:	2276533	CELEBRATION
Registration Number:	1674244	CHADWICK
Registration Number:	2739369	CONTEMPORARY
Registration Number:	1713685	CORONADO

CH \$1565.00 3000776

Registration Number:	1113551	CROWNPOINTE
Registration Number:	2437036	DARE TO COMPARE
Registration Number:	2455788	DESERT VILLA
Registration Number:	3285395	DREAM PARK
Registration Number:	1640399	EAGLE TRACE
Registration Number:	1288889	EDGEWOOD
Registration Number:	2687373	ENTERTAINER
Registration Number:	2496633	EXCALIBUR
Registration Number:	2950191	EXPRESSION
Registration Number:	0906536	FESTIVAL
Registration Number:	2055052	FLEETWOOD HOMES
Registration Number:	3441436	GABLEWOOD
Registration Number:	0941867	GLENBROOK
Registration Number:	1275063	GREEN HILL
Registration Number:	1639024	HARBOR SPRINGS
Registration Number:	1673387	HICKORY HILL
Registration Number:	1419929	HIGHLAND PARK
Registration Number:	3202591	INSPIRATION
Registration Number:	1500455	LAKE POINTE
Registration Number:	1638306	LAKE SPRINGS
Registration Number:	2701140	LIFESTAGES
Registration Number:	2625680	MEADOWBROOK
Registration Number:	1288888	MEDFORD
Registration Number:	1636836	OAK GROVE
Registration Number:	1736604	OAK KNOLL
Registration Number:	1738349	OAKLAND
Registration Number:	1616645	PARK PLACE
Registration Number:	1565806	REFLECTION
Registration Number:	1386737	RIVERKNOLL
Registration Number:	1646780	SADDLEBROOK
Registration Number:	1622384	SANDALWOOD
Registration Number:	0980269	SANDPOINTE
Registration Number:	2553079	SILVER RIDGE
Registration Number:	1159078	SPRING HILL
Registration Number:	1674245	STONE CREEK

Registration Number:	1427391	STONERIDGE
Registration Number:	0966938	SUNCREST
Registration Number:	1616643	SUNPOINTE
Registration Number:	2551523	TIMBERLAKE
Registration Number:	2541295	TIMBERWOOD
Registration Number:	2828221	TRADITION
Registration Number:	3089063	VOGUE
Registration Number:	2016005	WATERFORD
Registration Number:	1524412	WAVERLY CREST
Registration Number:	3305591	WESTFIELD
Registration Number:	3285275	WESTON
Registration Number:	1616642	WINGATE
Registration Number:	2655019	CHESTNUT MANOR
Registration Number:	2423899	DEER CREEK

CORRESPONDENCE DATA

Fax Number: (602)382-6070
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 602-382-6572
Email: enielsen@swlaw.com
Correspondent Name: SNELL & WILMER L.L.P.
Address Line 1: 400 East Van Buren Street
Address Line 2: Eric M. Nielsen
Address Line 4: Phoenix, ARIZONA 85004-2202

ATTORNEY DOCKET NUMBER:	10992.0020
NAME OF SUBMITTER:	Eric M. Nielsen
Signature:	/Eric M. Nielsen/
Date:	12/11/2009

Total Attachments: 8
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TRADEMARK AND DOMAIN NAME ASSIGNMENT

This Trademark and Domain Name Assignment (this "Assignment") is made as of August 17, 2009 (the "Effective Date") by and among Fleetwood Enterprises, Inc., a Delaware corporation ("ParentCo"), and each of its subsidiaries listed on the signature pages hereto (together with ParentCo, "Assignor"), and FH Holding, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor and Assignee have entered into that certain Asset Purchase Agreement dated as of July 21, 2009 (the "Purchase Agreement") for the sale by Assignor and the purchase by Assignee of certain assets of Assignor related to its Business; and

WHEREAS, unless otherwise defined herein, all capitalized terms shall have the meaning set forth in the Purchase Agreement.

NOW THEREFORE, in consideration of the promises and the mutual covenants contained herein, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Grant and Assignment of Marks. Effective as of the Effective Date, Assignor does hereby sell, transfer, convey, assign and deliver to Assignee all right, title, and interest in and to those certain trademarks, service marks and trade names and pending applications listed on Exhibit A attached hereto (collectively, the "Marks"), together with the goodwill of Assignor's business and common law trademark rights pertaining thereto, and all common law copyrights, the same to be held by Assignee for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns and other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment and sale had not been made; together with all claims for damages by reason of past infringements of the Marks or copyrights, along with the right to sue for and collect such damages for the use and benefit of Assignee and Assignee's successors, assigns and other legal representatives. Assignor does hereby further sell, transfer, convey, assign and deliver to Assignee all of its right, title and interest in and to the Marks in any country foreign to the United States of America.

2. Assignment of Domain Names. Effective as of the Effective Date, Assignor does hereby sell, transfer, convey, assign and deliver to Assignee all right, title, and interest in and to, as they relate to the Transferred Assets, the internet domain names listed on Exhibit B attached hereto (collectively, the "Domain Names").

3. Further Assurances. Each party will, without additional consideration, take such further actions and execute promptly such further documents as are necessary to effect and record the above assignment, including any actions or documents required by the applicable registrar to document the transfer herein or as may be necessary to protect, secure and vest good, valid and marketable title to the Marks and related rights in Assignee.

4. Recording of Assignment. Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States, and any officer of any country or countries foreign to the United States, whose duty it is to issue the Marks, or other evidence or

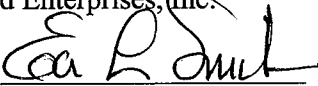
forms of intellectual property protection or applications as, to issue the same to Assignee and Assignee's successors, assigns and other legal representatives in accordance with the terms of this instrument.

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IN WITNESS WHEREOF, this Assignment has been executed as of the day and year first written above.

ASSIGNOR:

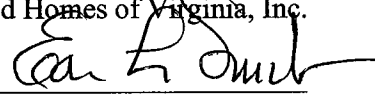
Fleetwood Enterprises, Inc.

By: 

Name: Elden L. Smith

Title: President & CEO

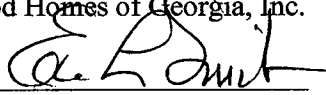
Fleetwood Homes of Virginia, Inc.

By: 

Name: Elden L. Smith

Title: President & CEO

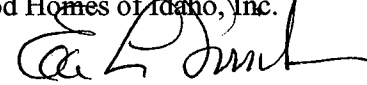
Fleetwood Homes of Georgia, Inc.

By: 

Name: Elden L. Smith

Title: President & CEO

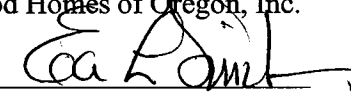
Fleetwood Homes of Idaho, Inc.

By: 

Name: Elden L. Smith

Title: President & CEO

Fleetwood Homes of Oregon, Inc.

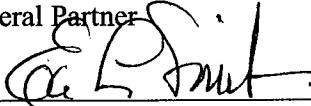
By: 

Name: Elden L. Smith

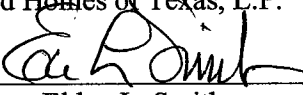
Title: President & CEO

Fleetwood Homes of Tennessee, Inc.

By: Fleetwood General Partner of Texas, Inc.,
its General Partner

By: 
Name: Elden L. Smith
Title: President & CEO

Fleetwood Homes of Texas, L.P.

By: 
Name: Elden L. Smith
Title: President & CEO

Fleetwood Homes of California, Inc.

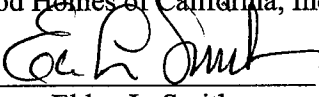


By: 
Name: Elden L. Smith
Title: President & CEO

Exhibit A

Marks

TRADEMARKS						
MARK	STATUS	FILED	SERIAL NO.	REG. NO.	REG. DATE	MARK INFORMATION
AMERICANA	REGISTERED	9/15/2003	78/300613	3,000,776	9/27/2005	MODEL/SERIES NAME
ANNIVERSARY	REGISTERED	8/22/2003	78/290907	2,939,708	4/12/2005	MODEL/SERIES NAME
BARRINGTON	REGISTERED	2/6/1969	72/318485	897,664	9/1/1970	MODEL/SERIES NAME
BEACON HILL	REGISTERED	7/23/1986	73/610903	1,458,232	9/22/1987	MODEL/SERIES NAME
BERKSHIRE	REGISTERED	12/9/1971	72/409785	957,220	4/17/1973	MODEL/SERIES NAME
BRIARWOOD	USED					MODEL/SERIES NAME
BRITTANY PARK	REGISTERED	3/13/1989	73/786047	1,556,748	9/19/1989	MODEL/SERIES NAME
BROADMORE	REGISTERED	7/30/1962	72/150045	749,026	5/7/1963	MODEL/SERIES NAME
BROADMORE (CANADA)	REGISTERED	4/12/1972	352,098	TMA188790	2/23/1973	MODEL/SERIES NAME
BROOKFIELD	REGISTERED	8/28/1978	73/183829	1,122,755	7/24/1979	MODEL/SERIES NAME
CARRIAGE HILL	REGISTERED	2/4/1988	73/709336	1,502,962	9/6/1988	MODEL/SERIES NAME
CARRIAGE HILL XTREME	USED					MODEL/SERIES NAME
CARRIAGE MANOR	USED					MODEL/SERIES NAME
CARRIAGE MANOR EXTREME	USED					MODEL/SERIES NAME
CELEBRATION	REGISTERED	9/3/1997	75/350872	2,276,533	9/7/1999	MODEL/SERIES NAME (REGISTRATION TO EXPIRE)
CHADWICK	REGISTERED	3/27/1991	74/151831	1,674,244	2/4/1992	MODEL/SERIES NAME
CHADWICK ULTRA	USED					MODEL/SERIES NAME
CHESTNUT MANOR	REGISTERED	8/17/2001	76/301946	2,655,019	11/26/2002	MODEL/SERIES NAME
CLAREMONT	USED					MODEL/SERIES NAME
CONTEMPORARY	REGISTERED	3/19/2003	78/147568	2,739,369	7/15/2003	MODEL/SERIES NAME (REGISTRATION TO EXPIRE)
CONTINENTAL LUMBER	USED					BUSINESS NAME
CORONADO	REGISTERED	2/6/1991	74/136803	1,713,685	9/8/1992	MODEL/SERIES NAME
CORONADO XTREME	USED					MODEL/SERIES NAME
CROWNPOINTE	REGISTERED	6/16/1978	73/174789	1,113,551	2/20/1979	MODEL/SERIES NAME
CROWNPOINTE EXTREME	USED					MODEL/SERIES NAME
CROWNPOINTE LIMITED	USED					MODEL/SERIES NAME
DAKOTA	USED					MODEL/SERIES NAME
DAKOTA ULTRA	USED					MODEL/SERIES NAME
DARE TO COMPARE	REGISTERED	3/22/2000	76/007424	2,437,036	3/20/2001	MARK USED WITH PROVIDING COMPARISON INFORMATION ABOUT MANUFACTURING HOMES TO POTENTIAL PURCHASERS
DEER CREEK	REGISTERED	11/16/1998	75/588706	2,423,899	1/23/2001	MODEL/SERIES NAME
DESERT VILLA	REGISTERED	6/11/1998	75/500292	2,455,788	5/29/2001	MODEL/SERIES NAME
DREAM PARK	REGISTERED	1/23/2007	77/088925	3,285,395	8/28/2007	MODEL/SERIES NAME
EAGLE	USED					MODEL/SERIES NAME
EAGLE TRACE	REGISTERED	6/22/1990	74/071633	1,640,399	4/9/1991	MODEL/SERIES NAME
EDGEWOOD	REGISTERED	10/25/1982	73/400633	1,288,889	8/7/1984	MODEL/SERIES NAME

ENTERTAINER	REGISTERED	8/17/2001	76/301943	2,687,373	2/11/2003	MODEL/SERIES NAME (REGISTRATION TO EXPIRE)
EXCALIBUR	REGISTERED	9/17/1998	75/554439	2,496,633	10/9/2001	MODEL/SERIES NAME
EXPRESSION	REGISTERED	8/13/2003	78/286636	2,950,191	5/10/2005	MODEL/SERIES NAME
FESTIVAL	REGISTERED	1/22/1970	72/349271	906,536	1/26/1971	MODEL/SERIES NAME
FLEETWOOD GREEN PRODUCT PARTNERSHIP	USED					SERVICE/FEATURE MARK
FLEETWOOD HOMES	REGISTERED	5/9/1996	75/101,183	2,055,052	4/22/1997	BUSINESS/TRADE NAME
 FLEETWOOD HOMES (OLD LOGO)	USED					BUSINESS LOGO
 FLEETWOOD HOMES (LOGO)	USED					BUSINESS LOGO
FOREST PARK	USED					MODEL/SERIES NAME
FOREST PARK LOFT	USED					MODEL/SERIES NAME
GABLEWOOD	REGISTERED	12/1/2006	77/055125	3,441,436	6/3/2008	MODEL/SERIES NAME
GLENBROOK	REGISTERED	3/17/1972	72/418724	941,867	8/29/1972	MODEL/SERIES NAME
GLENBROOK (CANADA)	REGISTERED	7/17/1972	355264	TMA190150	4/13/1973	MODEL/SERIES NAME
GREEN HILL	REGISTERED	4/15/1983	73/421812	1,275,063	4/24/1984	MODEL/SERIES NAME
GREEN HILL XTREME	USED					MODEL/SERIES NAME
HARBOR SPRINGS	REGISTERED	6/21/1990	74/071232	1,639,024	3/26/1991	MODEL/SERIES NAME
HARBOR SPRINGS ULTRA	USED					MODEL/SERIES NAME
HAUSER LUMBER	USED					BUSINESS NAME
HICKORY HILL	REGISTERED	4/8/1991	74/155121	1,673,387	1/28/1992	MODEL/SERIES NAME
HIGHLAND PARK	REGISTERED	2/6/1986	73/581579	1,419,929	12/9/1986	MODEL/SERIES NAME
INSPIRATION	REGISTERED	2/23/2004	78/372437	3,202,591	1/23/2007	MODEL/SERIES NAME
LAKE POINTE	REGISTERED	12/14/1987	73/700678	1,500,455	8/16/1988	MODEL/SERIES NAME
LAKE SPRINGS	REGISTERED	6/7/1990	74/066527	1,638,306	3/19/1991	MODEL/SERIES NAME
LIFESTAGES	REGISTERED	3/19/2001	76/226712	2,701,140	3/25/2003	MODEL/SERIES NAME (REGISTRATION TO EXPIRE)
MEADOWBROOK	REGISTERED	11/9/1999	75/843741	2,625,680	9/24/2002	MODEL/SERIES NAME
MEDFORD	REGISTERED	10/14/1982	73/400043	1,288,888	8/7/1984	MODEL/SERIES NAME
NORTH RIVER LIMITED	USED					MODEL/SERIES NAME
NORTH RIVER XTREME	USED					MODEL/SERIES NAME
OAK GROVE	REGISTERED	5/16/1990	74/059376	1,636,836	3/5/1991	MODEL/SERIES NAME
OAK KNOLL	REGISTERED	3/30/1992	74/260474	1,736,604	12/1/1992	MODEL/SERIES NAME
OAK PARK	USED					MODEL/SERIES NAME
OAKLAND	REGISTERED	3/30/1992	74/260688	1,738,349	12/8/1992	MODEL/SERIES NAME
PARK PLACE	REGISTERED	2/8/1990	74/026917	1,616,645	10/9/1990	MODEL/SERIES NAME


PROVIDENCE	USED					MODEL/SERIES NAME
PROVIDENCE LIMITED	USED					MODEL/SERIES NAME
QUALITY FOR LIFE	USED					SERVICE/FEATURE MARK
REFLECTION	REGISTERED	4/10/1989	73/792096	1,565,806	11/14/1989	MODEL/SERIES NAME
RIVERKNOLL	REGISTERED	8/22/1985	73/555180	1,386,737	3/18/1986	MODEL/SERIES NAME
SADDLEBROOK	REGISTERED	6/26/1990	74/073002	1,646,780	6/4/1991	MODEL/SERIES NAME
SANDALWOOD	REGISTERED	2/21/1990	74/031038	1,622,384	11/13/1990	MODEL/SERIES NAME
SANDPOINTE	REGISTERED	3/8/1973	72/450858	980,269	3/12/1974	MODEL/SERIES NAME
SEDONA	USED					MODEL/SERIES NAME
SILVER RIDGE	REGISTERED	10/28/1998	75/574205	2,553,079	3/26/2002	MODEL/SERIES NAME
SPRING HILL	REGISTERED	1/10/1980	73/245569	1,159,078	6/30/1981	MODEL/SERIES NAME
SPRING HILL XTREME	USED					MODEL/SERIES NAME
STONE CREEK	REGISTERED	4/22/1991	74/158942	1,674,245	2/4/1992\	MODEL/SERIES NAME
STONERIDGE	REGISTERED	3/7/1986	73/586818	1,427,391	2/3/1987	MODEL/SERIES NAME
 SUNCREST	REGISTERED	2/22/1972	72/416139	966,938	8/28/1973	MODEL/SERIES NAME
SUNPOINTE	REGISTERED	2/1/1990	74/024762	1,616,643	10/9/1990	MODEL/SERIES NAME
SUSTAINABLE MANUFACTURING	USED					SERVICE/FEATURE MARK
TIMBERLAKE	REGISTERED	5/13/1999	75/704361	2,551,523	3/26/2002	MODEL/SERIES NAME
TIMBERWOOD	REGISTERED	11/9/1999	75/843742	2,541,295	2/19/2002	MODEL/SERIES NAME
TRADITION	REGISTERED	11/21/2000	76/169099	2,828,221	3/30/2004	MODEL/SERIES NAME
VOGUE	REGISTERED	8/14/2003	76/538033	3,089,063	5/9/2006	MODEL/SERIES NAME
WATERFORD	REGISTERED	12/27/1993	74/473170	2,016,005	11/12/1996	MODEL/SERIES NAME
WAVERLY CREST	REGISTERED	7/1/1988	73/737730	1,524,412	2/14/1989	MODEL/SERIES NAME (REGISTRATION TO EXPIRE)
WELCOME HOME PROGRAM	USED					SERVICE/FEATURE MARK
WESTFIELD	REGISTERED	12/6/2006	77/058488	3,305,591	10/9/2007	MODEL/SERIES NAME
WESTFIELD CLASSIC	USED					MODEL/SERIES NAME
WESTON	REGISTERED	12/6/2006	77/058478	3,285,275	8/28/2007	MODEL/SERIES NAME
WESTON LIMITED	USED					MODEL/SERIES NAME
WESTON XTREME	USED					MODEL/SERIES NAME
WINGATE	REGISTERED	2/1/1990	74/024744	1,616,642	10/9/1990	MODEL/SERIES NAME
WINGATE XTREME	USED					MODEL/SERIES NAME
WOODLAND PARK	USED					MODEL/SERIES NAME
WOODLAND PARK XTREME	USED					MODEL/SERIES NAME

Exhibit B

DOMAIN NAMES

DOMAIN NAME	EXPIRATION	OWNER	REGISTRATION SERVICE
continentallumber.com	8/25/2013	Fleetwood Enterprises Inc.	Network Solution
fhretailer.com	9/24/2009	Fleetwood Enterprises Inc.	Network Solution
fleetwoodbuilder.com	12/13/2010	Fleetwood Enterprises Inc.	Network Solution
fleetwoodglobal.com	12/31/2009	Fleetwood Enterprises Inc.	Network Solution
fleetwoodhome.com	6/19/2010	Fleetwood Enterprises Inc.	Network Solution
fleetwoodhomebuilder.com	12/13/2010	Fleetwood Enterprises Inc.	Network Solution
fleetwoodhomes.com	9/10/2009	Fleetwood Enterprises Inc.	Network Solution
fleetwoodhomestexas.com	10/12/2009	Fleetwood Enterprises Inc.	Network Solution
fleetwoodretailers.com	10/6/2009	Fleetwood Enterprises Inc.	Network Solution
fleetwoodrewardsclub.com	5/1/2010	Fleetwood Enterprises Inc.	Network Solution
fleetwoodrosenberg.com	9/23/2009	Fleetwood Enterprises Inc.	Network Solution
fleetwoodwaco.com	9/23/2009	Fleetwood Enterprises Inc.	Network Solution
hauserlumber.com	8/25/2013	Fleetwood Enterprises Inc.	Network Solution