

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>		NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>		SECURITY INTEREST	
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Fleetwood RV, Inc.		02/11/2011	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	U.S. BANK NATIONAL ASSOCIATION, as collateral agent		
<b>Street Address:</b>	Goodwin Square, 225 Asylum Street, 23rd Floor		
<b>City:</b>	Hartford		
<b>State/Country:</b>	CONNECTICUT		
<b>Postal Code:</b>	06103		
<b>Entity Type:</b>	national bank association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 34</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3481620	AMERICAN ALLEGIANCE	
Registration Number:	2903920	AMERICAN COACH	
Registration Number:	1759144	AMERICAN EAGLE	
Registration Number:	2318980	AMERICAN HERITAGE	
Registration Number:	2101571	AMERICAN TRADITION	
Registration Number:	1407614	BOUNDER	
Registration Number:	1438547	BOUNDER	
Registration Number:	3310698	DISCOVERY	
Registration Number:	2963793	DRIVEN TO EXPLORE	
Registration Number:	2522953	EXPEDITION	
Registration Number:	2705159	FIESTA	
Registration Number:	1673389	FLAIR	
Registration Number:	3031201	F	
Registration Number:	3412315	ICON	

CH \$865.00 3481620

Registration Number:	0983735	JAMBOREE
Registration Number:	0887034	PACE ARROW
Registration Number:	3642101	POWER BRIDGE CHASSIS
Registration Number:	3095256	POWER PLATFORM
Registration Number:	2733217	PROVIDENCE
Registration Number:	3415222	PULSE
Registration Number:	2715631	REVOLUTION
Registration Number:	1020474	SOUTHWIND
Registration Number:	2668820	STORM
Registration Number:	2828834	TERRA
Registration Number:	0940353	TIOGA
Registration Number:	2602359	TUFF COAT
Registration Number:	2994009	UP & RUNNING
Registration Number:	3815764	ENCOUNTER
Serial Number:	77798190	FLEETWOOD RV
Serial Number:	77980654	FLEETWOOD RV
Registration Number:	3788978	FLEETWOOD
Registration Number:	3033084	FLEETWOOD VACATION CLUB
Registration Number:	3788976	CI
Registration Number:	3856602	PACE ARROW

**CORRESPONDENCE DATA**

Fax Number: (212)504-6666  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 212-504-6526  
Email: anna.erenburg@cwt.com  
Correspondent Name: Anna Erenburg  
Address Line 1: Cadwalader, Wickersham & Taft LLP  
Address Line 2: One World Financial Center  
Address Line 4: New York, NEW YORK 10281

ATTORNEY DOCKET NUMBER:	92262.014
NAME OF SUBMITTER:	Anna Erenburg
Signature:	/Anna Erenburg/
Date:	06/28/2011

Total Attachments: 15

source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page1.tif

**TRADEMARK**

**REEL: 004570 FRAME: 0859**

source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page2.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page3.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page4.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page5.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page6.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page7.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page8.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page9.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page10.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page11.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page12.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page13.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page14.tif  
source=(21918301)\_ (1)\_ASV - Grant of Security Interest in Trademarks - Short Form - executed#page15.tif

EXECUTION COPY

GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

WHEREAS, the undersigned grantors (each a "Grantor" and collectively, the "Grantors"), have adopted, used and are using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, each Grantor is obligated to U.S. Bank National Association ("US Bank") and Noteholders (as defined below), and US Bank as collateral agent for Noteholders ("Agent") pursuant to (i) a certain Subordinated Note Agreement dated as of the date hereof (the "Note Agreement") with the financial institutions and other Purchasers named therein or which hereafter become holders of the Notes issued pursuant thereto (each a "Noteholder" and collectively, "Noteholders") and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by each Grantor in favor of Agent (as each may be amended, modified, restated, or supplemented from time to time, collectively, the "Agreements");

WHEREAS, pursuant to the Agreements, each Grantor is granting to Agent for its benefit and for the ratable benefit of the Noteholders a security interest in such Grantor's Trademarks (as defined in the Agreements) therefor described above; and

WHEREAS, pursuant to the Agreements, each Grantor is executing and delivering to Agent, for its benefit and for the ratable benefit of Noteholders this Grant of Security Interest in United States Trademarks for purposes of filing the same with the United States Patent and Trademark Office to confirm, evidence and perfect the security interest in the Marks on Schedule A now granted.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, each Grantor does hereby grant, which grant is and shall be deemed to be one and the same grant as the grant set forth in the Agreements, to Agent for its benefit and for the ratable benefit of the Noteholders a security interest in and to the Grantor's Marks, together with the goodwill of the business symbolized by such Marks, and registrations and applications therefor, which security interest shall secure all the Subordinated Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

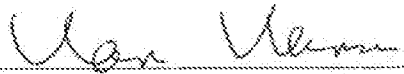
Dated: New York, New York  
February 11, 2011

[Remainder of Page Intentionally Left Blank; Signature Page to Follow]

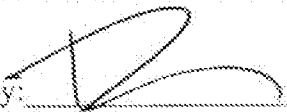
Each Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

GRANTORS:

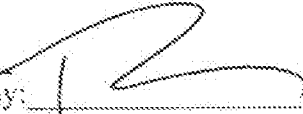
**ALLIED SPECIALTY VEHICLES, INC.**

By:   
Name: Hans Hansen  
Title: Chief Financial Officer

**CAPACITY OF TEXAS, INC.**

By:   
Name: Dino Cosimano  
Title: Vice President

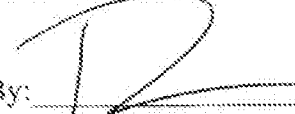
**COLLINS BUS CORPORATION.**

By:   
Name: Dino Cosimano  
Title: Vice President

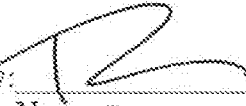
**COLLINS INDUSTRIES, INC.**

By:   
Name: Dino Cosimano  
Title: Vice President

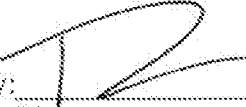
**E-ONE, INC.**

By:   
Name: Dino Cosimano  
Title: Vice President

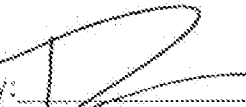
FLEETWOOD RV, INC.

By:   
Name: Dino Cosimano  
Title: Vice President


GOLDSHIELD FIBERGLASS, INC.

By:   
Name: Dino Cosimano  
Title: Vice President


HALCORE GROUP, INC.

By:   
Name: Dino Cosimano  
Title: Vice President

MOBILE PRODUCTS, INC.

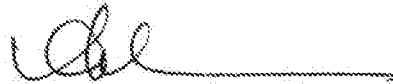
By:   
Name: Dino Cosimano  
Title: Vice President

WHEELED COACH INDUSTRIES, INC.

By:   
Name: Dino Cosimano  
Title: Vice President

STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On the 9<sup>th</sup> day of February, 2011, before me personally came Dino Cusumano me known, who being by me duly sworn, did depose and say that s/he is the Vice President of ALLIED SPECIALTY VEHICLES, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

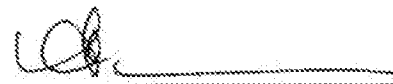


Notary Public  
My Commission Expires:

AIDA KLEIN  
Notary Public, State of New York  
No. 01KLE134293 Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires September 26, 2013

STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On the 9<sup>th</sup> day of February, 2011, before me personally came Dino Cusumano me known, who being by me duly sworn, did depose and say that s/he is the Vice President of CAPACITY OF TEXAS, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

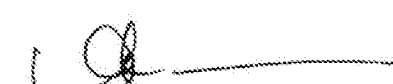


Notary Public  
My Commission Expires:

AIDA KLEIN  
Notary Public, State of New York  
No. 01KLE134293 Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires September 26, 2013

STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On the 9<sup>th</sup> day of February, 2011, before me personally came Dino Cusumano me known, who being by me duly sworn, did depose and say that s/he is the Vice President of COLLINS BUS CORPORATION, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.



Notary Public  
My Commission Expires:

AIDA KLEIN  
Notary Public, State of New York  
No. 01KLE134293 Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires September 26, 2013

STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK )

On the 9th day of February, 2011, before me personally came Dino Cusumano me known, who being by me duly sworn, did depose and say that s/he is the Vice President of COLLINS INDUSTRIES, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.



Notary Public  
My Commission Expires:

STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK )

AIDA KLEIN  
Notary Public, State of New York  
No. 01916134293 Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires September 26, 2013

On the 9th day of February, 2011, before me personally came Dino Cusumano me known, who being by me duly sworn, did depose and say that s/he is the Vice President of E-ONE, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.



Notary Public  
My Commission Expires:

STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK )

AIDA KLEIN  
Notary Public, State of New York  
No. 01916134293 Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires September 26, 2013

On the 9th day of February, 2011, before me personally came Dino Cusumano me known, who being by me duly sworn, did depose and say that s/he is the Vice President of FLEETWOOD RV, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.



Notary Public  
My Commission Expires:

AIDA KLEIN  
Notary Public, State of New York  
No. 01916134293 Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires September 26, 2013

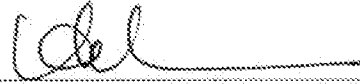
Notary Page to Second Lien Trademark of Security Short Form

TRADEMARK  
REEL: 004570 FRAME: 0865



STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On the 9th day of February, 2011, before me personally came Dino Cusumano me known, who being by me duly sworn, did depose and say that s/he is the Vice President of GOLDSHIELD FIBERGLASS, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.



Notary Public  
My Commission Expires:

AIDA KLEIN  
Notary Public, State of New York  
No. 01KL6134293 Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires September 26, 2013

STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On the 9th day of February, 2011, before me personally came Dino Cusumano me known, who being by me duly sworn, did depose and say that s/he is the Vice President of HALCORE GROUP, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.



Notary Public  
My Commission Expires:

AIDA KLEIN  
Notary Public, State of New York  
No. 01KL6134293 Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires September 26, 2013

STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On the 9th day of February, 2011, before me personally came Dino Cusumano me known, who being by me duly sworn, did depose and say that s/he is the Vice President of MOBILE PRODUCTS, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.



Notary Public  
My Commission Expires:

AIDA KLEIN  
Notary Public, State of New York  
No. 01KL6134293 Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires September 26, 2013

STATE OF NEW YORK )  
 : ss:  
COUNTY OF NEW YORK )

On the 9<sup>th</sup> day of February, 2011, before me personally came Dino Cusumano me known, who being by me duly sworn, did depose and say that s/he is the Vice President of WHEELED COACH INDUSTRIES, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.



\_\_\_\_\_  
Notary Public  
My Commission Expires:

AIDA KLEIN  
Notary Public, State of New York  
No. 01KLE134283 Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires September 26, 2013

AGENT:

U.S. BANK NATIONAL ASSOCIATION,  
as Collateral Agent

By: 

Name: MICHAEL M. HOPKINS

Title: VICE PRESIDENT

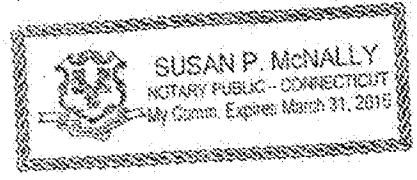
STATE OF CONNECTICUT )

: ss.:

COUNTY OF HARTFORD)

On the 9th day of February, 2011, before me personally came Michael M. Hopkins, to me known, who being by me duly sworn, did depose and say that s/he is the Vice President of **U.S. BANK NATIONAL ASSOCIATION**, the national banking association described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.


*Susan P. McNally*  
Notary Public  
My Commission Expires:




## SCHEDULE A

Schedule A to a Trademark Grant of Security Interest dated February 11, 2011, by and among Grantors and US Bank, as Agent.


### Allied Specialty Vehicles, Inc.



Mark	Jurisdiction	Application Number	Registration Number
ASV ALLIED SPECIALTY VEHICLES and Design 	USA	85/058093	

### Capacity of Texas, Inc.

Mark	Jurisdiction	Application Number	Registration Number
YARDMASTER	USA	73/478568	1,316,884
DURA-RIDE	USA	74/022392	1,643,534
CAPACITY	USA	72/349914	981,553
ZETT ZETT	USA	77/923395	
VISTA CAB	USA	78/499885	3,053,908
C CAPACITY and Design  CAPACITY	USA	78/389068	3,197,299
PHETT PHETT	USA	77/581923	3,670,816

### Collins Bus Corporation

Mark	Jurisdiction	Application Number	Registration Number
SAF-T-LOCK	USA	73/071722	1,069,353
FLIP SEAT	USA	73/212407	1,159,064
COLLINS BUS CORPORATION and Design 	USA	73/604654	1,460,785
BANTAM	USA	75/220664	2,125,595


MID BUS	USA	75/742074	2,403,671
DURASTRAINT	USA	78/394290	3,101,717
MISCELLANEOUS DESIGN 	USA	77/391541	3,476,340
QUANTUM SERIES	USA	77/362696	3,571,465
WORLD TRANS, INC. W and Design	USA	75/490577	2,437,856
	USA	75/490578	2,268,822

**Collins Industries, Inc.**

Mark	Jurisdiction	Application Number	Registration Number
COLLINS	USA	73/459436	1,326,822
NEXBUS NEXBUS	USA	77/739053	3,773,387

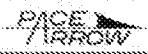


**E-One, Inc.**

Mark	Jurisdiction	Application Number	Registration Number
AMERICA'S FIRETRUCK	USA	75/671767	2,415,206
COMMS-ONE COMMS-ONE	USA	77/276246	3,496,858
CREWGUARD CREWGUARD	USA	77/365689	3,613,387
CYCLONE	USA	75/778852	2,360,240
EMERGENCY ONE	USA	73/181711	1,137,768
E-ONE and Design 	USA	73/643835	1,458,984
EZ-ONE	USA	78/449105	3,189,899
FIRE LOCKER	USA	74/506445	1,886,449
GATOR GRIP	USA	76/036672	2,580,867
HURRICANE	USA	75/661139	2,332,172
HUSH	USA	73/655641	1,466,258

LIQUIDATOR	USA	75/767670	2,401,808
PUMA	USA	76/098087	2,885,539
SAULSBURY	USA	78/263413	2,844,953
SENTRY and Design 	USA	74/362971	1,894,597
SIDESTACKER	USA	75/760761	2,414,756
SUPER TILLER V-MAX CAB	USA	75/909139	2,426,857
SYNERGY SYNERGY	USA	77/466549	3,758,350
THE QUEST THE QUEST	USA	77/130071	3,370,108
THE TITAN	USA	73/445628	1,300,325
THE TITAN FORCE THE TITAN FORCE	USA	77/075395	3,565,108
TRADITION	USA	78/302725	3,028,462
TYPHOON	USA	76/098088	2,660,305

**Fleetwood RV, Inc.**

Mark	Jurisdiction	Application Number	Registration Number
AMERICAN ALLEGIANCE 	USA	77/157794	3,481,620
AMERICAN COACH	USA	78/238659	2,903,920
AMERICAN EAGLE	USA	74/113288	1,759,144
AMERICAN HERITAGE	USA	75/621308	2,318,980
AMERICAN TRADITION	USA	75/185210	2,101,571
BOUNDER	USA	93/581502	1,407,614
BOUNDER and Design 	USA	73/581504	1,438,547
DISCOVERY DISCOVERY	USA	77/047913	3,310,698
DRIVEN TO EXPLORE 	USA	76/590404	2,963,793
EXPEDITION	USA	75/417360	2,522,953
FIESTA	USA	76/143426	2,705,159
FLAIR	USA	74/160403	1,673,389
F and Design 	USA	76/597681	3,031,201

ICON ICON	USA	77/082328	3,412,315
JAMBOREE	USA	72/461946	983,735
PACE ARROW and Design 	USA	72290657	887,034
POWER BRIDGE CHASSIS <small>POWER BRIDGE CHASSIS</small>	USA	77/470695	3,642,101
POWER PLATFORM <small>POWER PLATFORM</small>	USA	78/589295	3,095,256
PROVIDENCE	USA	76/354384	2,733,217
PULSE PULSE	USA	77/082311	3,415,222
REVOLUTION	USA	76/431921	2,715,631
SOUTHWIND	USA	73/023287	1,020,474
STORM	USA	76/370594	2,668,820
TERRA	USA	76/143427	2,828,834
TIOGA	USA	72/414439	940,353
TUFF COAT	USA	76/131263	2,602,359
UP & RUNNING <small>UP &amp; RUNNING</small>	USA	76/602652	2,994,009
PINNACLE PARTNERS <sup>1</sup>	USA	75/983686	3,788,977
ENCOUNTER ENCOUNTER	USA	77/830721	3,815,764
FLEETWOOD RV <small>FLEETWOOD RV</small>	USA	77/798190	
FLEETWOOD RV	USA	77/980654	
FLEETWOOD and Design 	USA	75/983687	3,788,978
FLEETWOOD VACATION CLUB	USA	78/403462	3,033,084
CI and Design 	USA	75/983685	3,788,976
PACE ARROW PACE ARROW	USA	77/944986	3,856,602


<sup>1</sup> The Company did not make the Section 8 filing for this trademark in September 2010 and intends to allow its registration to lapse.



**Goldshield Fiberglass, Inc.**

Mark	Jurisdiction	Application Number	Registration Number
JET STREAM JET STREAM	USA	77/952991	
IMAGE BRITE	USA	73/814958	1,584,545


**Halcon Group, Inc.**

Mark	Jurisdiction	Application Number	Registration Number
TRAUMAHAWK (Stylized) TRAUMAHAWK	USA	74/337532	1,781,317
INTERFLEET	USA	74/531076	2,010,589
SAFETY WITH SUBSTANCE <small>Safety With Substance</small>	USA	77/688052	3,733,211
CONCEPT 3 Concept 3	USA	77/884411	3,858,239
LEADER EMERGENCY VEHICLES and Design 	USA	77/951713	3,863,466

**Mobile Products, Inc.**

Mark	Jurisdiction	Application Number	Registration Number
LAY-MOR	USA	73/011676	1,000,490

**Wheeled Coach Industries, Inc.**

Mark	Jurisdiction	Application Number	Registration Number
IN SERVICE FOR LIFE <small>IN SERVICE FOR LIFE</small>	USA	85/104170	
RR and Design 	USA	85/104177	

RESCUEFORCE SERIES BY WHEELED COACH and Design 	USA	77/707416	3,773,284
SAFEPASS	USA	77/643472	
STRIKEFORCE SERIES BY WHEELED COACH and Design 	USA	77/708959	3,773,288
TURBO AIR TURBO AIR	USA	77/711285	
ENTERSAFE ENTERSAFE	USA	85/109599	
WHEELED COACH and Design 	USA	73/517942	1,413,260
MISCELLANEOUS DESIGN 	USA	73/604528	1,424,769
MAV and Design 	USA	75/098775	2,050,868
FIRE MEDIC (Stylized) 	USA	75/277962	2,261,938
P.A.F. SYSTEM PURE AIR FILTRATION SYSTEM and Design 	USA	75/466130	2,266,756
CARE CADDY	USA	75/498564	2,268,867
MODUVAN (Stylized) 	USA	75/929999	2,421,478
CRUSADER	USA	76/203280	2,858,312
CITIMEDIC (Stylized) CitiMedic	USA	78/239014	2,938,860
DURALITE	USA	78/295427	2,961,220
THE GENERAL	USA	78/499694	3,053,905
DURASEAM	USA	78/499613	3,092,401
COOL-BAR COOL-BAR	USA	85/105962	
ROAD RESCUE	USA	75/402695	2,224,117

[ Schedule A to Trademark Assignment of Security ]

TRADEMARK

RECORDED: 06/28/2011

REEL: 004570 FRAME: 0875