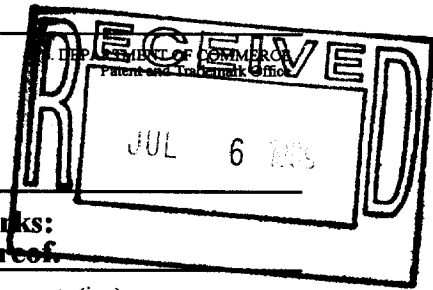


07-20-1999

RECORDED



SET



101097342

To the Honorable Commissioner of Patents and Trademarks:
Please record the attached original documents or copy thereof.

MPD 7-16-99

1. Name of conveying party(ies):
American Homestar-West, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: **American Homestar Corporation**

Internal Address: **Brookhollow Two**
Street Address: **2221 East Lamar Boulevard, Suite 790**

City: **Arlington** State: **Texas**

Zip: **76006-7422**

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **Effective May 1, 1999**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **Texas**
 Other _____

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)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s): **See Section A below.**

If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s): **75/382,946**
75/383,043

B. Trademark Registration No.(s): _____

Additional numbers attached? Yes No

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

Name: **Cami D. Boyd, Esq.**

Internal Address: **Jackson Walker L.L.P.**

Street Address: **901 Main Street, Suite 6000**

City: **Dallas**

State: **Texas** Zip: **75202-3797**

6. Total number of applications and registrations involved: **2**

7. Total fee (37 CFR 3.41): ... \$ **65.00**

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

07/19/1999 DNGUYEN 00000264 75382946

01 FC:481 40.00 OP
02 FC:482 Cami D. Boyd, Esq. 25.00 OP

Name of Person Signing

Signature

7/5/99

Date

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT

WHEREAS, American Homestar-West, Inc. (f/k/a Guerdon Homes, Inc.), a Delaware corporation located and doing business at 2221 East Lamar Boulevard, Suite 790, Arlington, Texas 76006-7422 (hereinafter referred to as the "Assignor"), has adopted, used, is using, and is the owner of the common law trademarks and service marks, trade names, and trademark and service mark applications and/or registrations in the United States Patent and Trademark Office and state trademark offices, the related trade dress, goodwill and other rights, as shown in Exhibit "A" attached hereto (hereinafter referred to as the "Marks"); and

WHEREAS, American Homestar Corporation, a Texas corporation located and doing business at 2450 South Shore Boulevard, Suite 300, League City, Texas 77573, (the "Assignee"), is desirous of acquiring and using the aforesaid Marks and the federal and/or state registrations and/or applications pertaining thereto;

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, effective as of May 1, 1999, Assignor hereby assigns to Assignee all right, title and interest in and to the Marks and the accompanying federal and/or state registrations and/or applications referenced above, together with the goodwill of the business symbolized by said Marks and the registrations and/or applications pertaining thereto.

Effective as of the date set forth above.

AMERICAN HOMESTAR-WEST, INC.

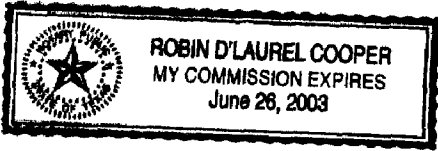
By: _____

Laurence A. Dawson, Jr., President

ACKNOWLEDGMENT

STATE OF TEXAS §
 §
COUNTY OF TARRANT §

BEFORE ME, personally appeared Laurence A. Dawson, Jr., known by me to be the President of American Homestar West, Inc. a Delaware corporation, the Assignor named above, and acknowledged to me that he executed the foregoing Assignment on behalf of said Assignor and pursuant to authority duly received.



Robin D'Laurel Cooper
Notary Public, State of Texas

Robin D'Laurel Cooper
Notary's Printed Name

My commission expires:
June 26, 2003

EXHIBIT A

FEDERAL REGISTRATIONS/APPLICATIONS:

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>App. No.</u>	<u>App.Date</u>
GUERDON VILLAGE			75/382,946	10/31/97
GUERDON VILLAGE & Design			75/383,043	10/31/97

STATE REGISTRATIONS:

<u>Mark</u>	<u>State</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
BY GUERDON HOMES	Oregon	T28087	04/18/94
MAGNOLIA & Design	Oregon	T28088	04/18/94