

RECORI 1/6/99

09-13-1999

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To the Honorable Please record the

Remarks: by thereof.

1. Name of conveying party(ies): Oak Creek Homes, L.P. [] Individual(s) [] Association [] General Partnership [x] Limited Partnership [] Corporation [] Other

2. Name and address of receiving party(ies): Name: American Homestar Corporation Internal Address: Street Address: 2450 South Shore Blvd., Suite 300 City: League City State: Texas Zip: 77573

3. Nature of conveyance: [x] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: Effective May 13, 1999

[] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Texas [] Other

07-06-1999 U.S. Patent & TMO for TM Mail Rcpt Dt. #22

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 Sections A and B below. If this document is being filed together with a new application, the execution date of the application is: A. Trademark Application No.(s): 75/383,044 B. Trademark Registration No.(s): 1,359,128 2,222,551

Additional numbers attached? [] Yes [x] 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: 3 7. Total fee (37 CFR 3.41): ... \$ 90.00 [x] 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.

Cami D. Boyd, Esq. Name of Person Signing Signature Date 7/5/99

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

07/19/1999 DNEUYEN 00000258 75383044 40.00 OP 50.00 OP 01 FC:481 02 FC:482

ASSIGNMENT

WHEREAS, Oak Creek Homes, L.P., a Texas limited partnership located and doing business at Brookhollow Two, 2221 East Lamar Blvd., 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");

WHEREAS, Oak Creek Homes, L.P. is the successor in interest in the Marks to Oak Creek Homes, Inc.;

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;

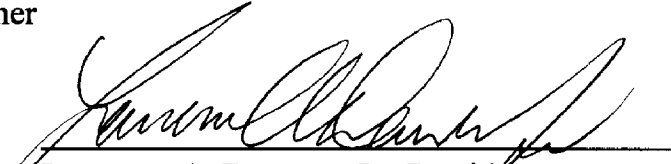
NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, effective as of May 13, 1999, Assignor hereby assigns to Assignee all right, title and interest in and to the Marks and the accompanying 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.

OAK CREEK HOMES, L.P.

By: HSTR General Holdings, Inc., its General Partner

By:

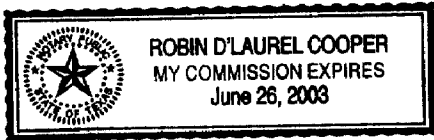


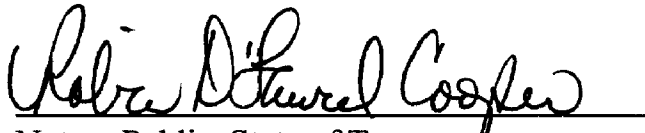
Laurence A. Dawson, Jr., President

ACKNOWLEDGMENT

STATE OF TEXAS §
 §
COUNTY OF TARRANT §

BEFORE ME, personally appeared Laurence A. Dawson, Jr., known by me to be the President of HSTR General Holdings, Inc., a Texas corporation and the General Partner of Oak Creek Homes, L.P., 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.





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>
OAK CREEK VILLAGE			75/383,044	10/31/97
OAK CREEK VILLAGE & Design	2,222,551	02/09/99		
OAK CREEK & Design	1,359,128	09/10/85		

STATE REGISTRATIONS:

<u>Mark</u>	<u>State</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
OAK CREEK VILLAGE	Texas	57,360	12/11/97
OAK CREEK VILLAGE & Design	Texas	57,359	12/11/97
OAK CREEK VILLAGE	Texas	57,205	10/16/97
OAK CREEK VILLAGE & Design	Texas	57,206	10/16/97
OAK CREEK	Texas	44,652	03/18/85