



10-27-1999

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #61

11-02-1999



U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

101189718

MRO 10/27/99

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

11/01/1999 MTHA11 00000271 75493674

01 FC:481 40.00 DP

02 FC:482 150.00 DP

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK

REEL: 001983 FRAME: 0085

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75493674"/>	<input type="text" value="75675701"/>	<input type="text"/>
<input type="text" value="75440537"/>	<input type="text" value="75539122"/>	<input type="text"/>
<input type="text" value="75492405"/>	<input type="text" value="75512688"/>	<input type="text"/>

<input type="text" value="2193937"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

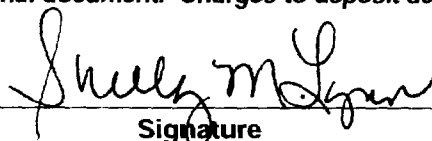
No

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. Charges to deposit account are authorized, as indicated herein.

Shelly M. Lynn

Name of Person Signing



Signature

10/27/99

Date Signed

ASSIGNMENT AGREEMENT

THIS AGREEMENT, effective as of June 29, 1999 (hereinafter the "Effective Date"), is made between WASHINGTON HOMES OF WEST VIRGINIA, INC., a corporation organized and existing under the laws of the State of West Virginia having an address of 480 Williamsburg Pike, No. 3-200, Martinsburg, West Virginia 25401-5710, its subsidiaries and affiliates (hereinafter "Assignor") and WASHWEST II, LP, a limited partnership organized and existing under the laws of the State of Alabama, having an address of 103 Mountain Brook Blvd., Huntsville, Alabama 35758, its subsidiaries and affiliates (hereinafter "Assignee");

WHEREAS, as of the Effective Date, Assignor had adopted and was using or had a bona fide intent to use the marks set forth in Schedule A hereof (hereinafter called "the Marks");

WHEREAS, as of the Effective Date, Assignor owned rights to certain copyrights in Assignor's advertising brochures, catalogues and drawings and designs of Assignor's homes (hereinafter called the "Copyrights"), certain trade dress rights in the design of Assignor's homes, brochures and/or catalogues (hereinafter called the "Trade Dress") and certain trade secrets and other proprietary information (hereinafter called the "Trade Secrets");

WHEREAS, Washington Homes, Inc. (a Maryland Corporation), Washington Homes, Inc. of Virginia (a Virginia Corporation), and Westminster Homes, Inc. (a North Carolina Corporation) have each been granted a license as of July 14, 1995 to use at least some of the Marks, Copyrights, Trade Dress and Trade Secrets (hereinafter "the July 14, 1995 licenses");

WHEREAS, Westminster Homes of Tennessee, Inc. has been granted a license as of July 1, 1997 to use at least some of the Marks, Copyrights, Trade Dress and Trade Secrets (hereinafter "the July 1, 1997 license"), and Westminster Homes of Tennessee, Inc. has granted sublicenses as of July 1, 1997 (hereinafter "the July 1, 1997 sublicenses") to at least the entities listed on Schedule B;

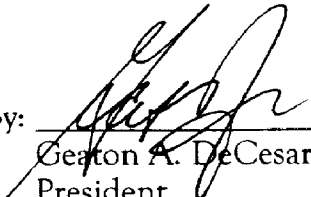
WHEREAS, Assignee acknowledges the existence of the July 14, 1995 licenses, the July 1, 1997 license and the July 1, 1997 sublicenses and hereby confirms its approval of the July 14, 1995 licenses, the July 1, 1997 license and the July 1, 1997 sublicenses; and

WHEREAS, Assignee desires to acquire the Marks and goodwill associated with the business to which the Marks are associated and the portion of the business associated therewith, as well as the Copyrights, Trade Dress and Trade Secrets;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign and transfer to said Assignee its entire right, title and interest in and to the Marks set forth in Schedule A hereof, together with the portion of the business associated with the Marks, any and all registrations and application for registration of the Marks, common law rights associated with the Marks, and the goodwill of the business symbolized by the Marks, as well as any and all rights to any Copyrights, Trade Dress and Trade Secrets, the same to be held and enjoyed by said Assignee, its successors and assigns, forever and to the full end of the terms for which any of the aforesaid Marks are registered and any renewals of the terms thereof.

ASSIGNOR:

WASHINGTON HOMES
OF WEST VIRGINIA, INC.
(West Virginia Corporation)

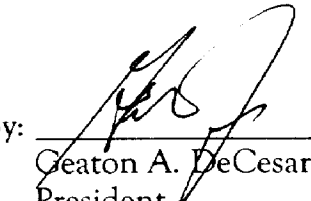
By: 
Geaton A. DeCesaris, Jr.
President

ASSIGNEE:

WASHWEST II, LP
(Alabama limited partnership)

By: Westminster Homes of Alabama, LLC
(general partner)

By: Washington Homes, Inc.
(sole member)

By: 
Geaton A. DeCesaris, Jr.
President



N S H A P I R O M O R I N & O S H I N S K Y L L P

10-27-1999

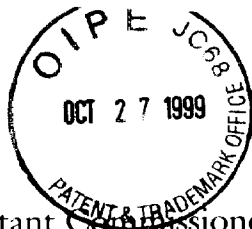
2101 L Street NW • Washington, DC 20037-1526

Tel (202) 785-9700 • Fax (202) 887-0689

S. Patent & TMOtc/TM Mail Rcpt Dt. #61

Writer's Direct Dial: (202) 429-2182

E-Mail Address: LynnS@dsmo.com



October 27, 1999

Assistant Commissioner for Trademarks

2900 Crystal Drive

Arlington, Virginia 22202-3513

Box: **ASSIGNMENTS/FEE**

Re: Recordation of Assignment

Application Nos.: 75493674, 75440537, 75492405, 75675701, 75539122,
75512688

Registration No.: 2193937

Marks: WH (stylized), WASHINGTON HOMES, HOMEBUYER'S
BILL OF RIGHTS, MAKING THE AMERICAN DREAM
AFFORDABLE, WESTMINSTER HOMES,
MISCELLANEOUS DESIGN, MONOGRAM HOMES

Our Ref.: W2110.0001

Dear Sir:

Attached hereto for filing are the following:

1. Recordation Form Cover Sheet; and
2. Assignment document.

Enclosed is a check in the amount of \$190.00. The Commissioner is hereby authorized to charge any additional fees to Deposit Account No. 04-1073. A duplicate copy of this letter is enclosed.

Very truly yours,

Shelly M. Lynn

SML/cdl
Enclosures

1177 Avenue of the Americas • 41st Floor • New York, New York 10036-2714

Tel (212) 835-1400 • Fax (212) 997-9880

<http://www.dsmo.com>

1069845 v1; MXHX011.DOC

TRADEMARK
REEL: 001983 FRAME: 0090



10-27-1999

U.S. Patent & TMO/c/TM Mail RcptDt #61

E I N S H A P I R O M O R I N & O S H I N S K Y L L P

2101 L Street NW • Washington, DC 20037-1526

Tel (202) 785-9700 • Fax (202) 887-0689

Writer's Direct Dial: (202) 429-2182

E-Mail Address: LynnS@dsmo.com

October 27, 1999

Assistant Commissioner for Trademarks

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Arlington, Virginia 22202-3513

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AFFORDABLE, WESTMINSTER HOMES,
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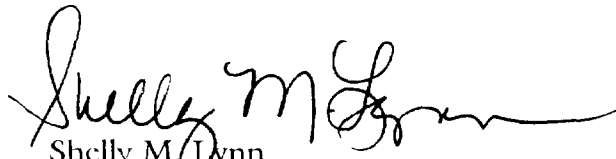
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SML/cdl
Enclosures

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Tel (212) 835-1400 • Fax (212) 997-9880

<http://www.dsmo.com>

1069845 v1, MXHX01!.DOC

TRADEMARK
REEL: 001983 FRAME: 0091

SCHEDULE A

(Marks, and U.S. registrations and applications, if any)

Mark: WH (Stylized)

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/428991	2/5/1998	2,193,937	10/6/1998

Mark: WASHINGTON HOMES

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/493674	5/29/1998	N/A	N/A

Mark: HOMEBUYER'S BILL OF RIGHTS

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/440537	2/25/1998	N/A	N/A

Mark: MAKING THE AMERICAN DREAM AFFORDABLE

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/492405	5/27/1998	N/A	N/A

Mark: WESTMINSTER HOMES

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/512688	7/2/1998	N/A	N/A

Mark: Miscellaneous Home Logo

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/539122	8/19/1998	N/A	N/A

Mark: MONOGRAM HOMES, INC.

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/675701	4/5/1999	N/A	N/A

Mark: HOMEOWNER'S BILL OF RIGHTS

No U.S. registration or application

Mark: MONOGRAM SERIES

No U.S. registration or application

SCHEDULE B

List of Sublicensees

Washington Homes Inc. of Virginia

Westminster Homes, Inc.

Westminster Homes (Charlotte), Inc.

Washington Homes, Inc.

Homebuyer's Mortgage, Inc.