

09-10-2004

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)



U.S. DEPARTMENT OF COMMERCE
States Patent and Trademark Office

REC
TRADEMARK
102833387

9/7/04

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):
Fleetwood Enterprises, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)

Execution Date(s) 05/14/2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Bank of America, N.A.

Internal Address: Suite 900

Street Address: 55 South Lake Avenue

City: Pasadena

State: CA

Country: USA Zip: 91101

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship

Other National Banking Association

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
76590404

B. Trademark Registration No.(s)
2855783

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
N/A

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

Name: Deborah Taylor

Internal Address:
c/o Latham & Watkins LLP

Street Address: 633 W. 5th Street, #4000

City: Los Angeles

State: CA Zip: 90071

Phone Number: 213/485-1234

Fax Number: 213/891-8763

Email Address: deborah.taylor@lw.com

6. Total number of applications and registrations involved:

38

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 965.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature: Deborah Taylor
Signature

August 23, 2004

Date

Deborah E. Taylor

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 17

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 003047 FRAME: 0545

09/09/2004 16:21:16 00000072 7590404
40.00 OP
925.00 OP
01 FC:8521
02 FC:8522

TMs To Record

TRADEMARK NAME	SERIAL / REGISTRATION NUMBER
DRIVEN TO EXPLORE	76590404
FLEETWOOD ADVENTURE VEHICLES	78310718
FLEETWOOD FIRST	2855783; 76531485
FLEETWOOD RV	2619632; 76074419
GEAR BOX	78265756
LIFESTYLE SUPPORT VEHICLE	78284088
LSV	78284097
AMERICAN COACH	78238659
VELOCITY	78244611
ALUMITITE	76406934
CARMEL	78258345
HIGHLANDER	78211680
MICROLITE	78211684
MONTEREY	78258353
NIAGARA	2808818; 78228044
OUTDOOR COMFORT	78219879
PECOS	78211673
SEDONA	2348118; 75500291
SUN SHADE	78258375
TIMBERLAKE	2551523
TUCSON	78258369
YUMA	2765150; 76318909
AX6	2586801; 78147068
FLEETWOOD FLITE	78273223
TIMBERWOLF	76366521
WILDERNESS ADVANTAGE	2826460; 78147046
AMERICANA	78249495
ANNIVERSARY	78290907
CHESTNUT MANOR	2655019; 76301946
COLONIAL	76301945
CONTEMPORARY	2739639; 78147568
ENTERTAINER	2687373; 76301943
EXPRESSION	78286636
FLEETGUARD	76468889
INSPIRATION	78372437
PINNACLE PARTNERS	78246869
TREND SETTER	78372442
VOGUE	76538033



Fleetwood Enterprises, Inc.
3125 Myers Street, P.O. Box 7638
Riverside, California 92513-7638
(909) 351-3500

May 14, 2004

Bank of America, N.A.
55 South Lake Avenue, Suite 900
Pasadena, California 91101
and

The Lenders parties to the Credit Agreement as described below

Re: Revised Schedules to the Patent and Trademark Security Agreement

Ladies and Gentlemen:

In connection with (i) that certain Amended and Restated Credit Agreement, dated as of May 14, 2004 (the "Credit Agreement"), among the financial institutions from time to time parties thereto (the "Lenders"), Bank of America, N.A., as the administrative agent for the Lenders, Fleetwood Enterprises, Inc. ("Fleetwood"), a Delaware corporation, Fleetwood Holdings Inc. ("Holdings"), a Delaware corporation, Fleetwood Retail Corp. ("Retail"), a Delaware corporation, and those subsidiaries of Holdings and Retail set forth on the signature pages thereto or which become parties thereto, and (ii) that certain Patent and Trademark Security Agreement dated as of July 27, 2001 (the "Patent and Trademark Security Agreement") between Fleetwood, the subsidiaries of Fleetwood set forth on the signature pages thereto and Bank of America, N.A., as agent, please find attached revised schedules to the Patent and Trademark Security Agreement (collectively, the "Schedules").

[Remainder of page left intentionally blank]


We hereby authorize you to replace the existing schedules attached to the Patent and Trademark Security Agreement with the Schedules attached hereto, making such Schedules a part of the Patent and Trademark Security Agreement. Please indicate your acknowledgement and agreement by signing where appropriate below and returning your counterpart signature to the attention of Leonard J. McGill fax: (909) 977-2097.

Very truly yours,

GRANTORS:

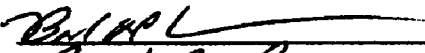
GUARANTOR:

FLEETWOOD ENTERPRISES, INC.

By: 
Name: Boyd R. Plowman
Title: Executive Vice President and Chief
Financial Officer

SUBSIDIARY GUARANTORS:

FLEETWOOD INTERNATIONAL, INC.

By: 
Name: Boyd R. Plowman
Title: Exec. VP + CFO

FMC BORROWERS:

FLEETWOOD HOLDINGS INC.

FLEETWOOD HOMES OF ARIZONA, INC.

FLEETWOOD HOMES OF CALIFORNIA, INC.

FLEETWOOD HOMES OF FLORIDA, INC.

FLEETWOOD HOMES OF GEORGIA, INC.

FLEETWOOD HOMES OF IDAHO, INC.

FLEETWOOD HOMES OF INDIANA, INC.

FLEETWOOD HOMES OF KENTUCKY, INC.

FLEETWOOD HOMES OF NORTH CAROLINA,
INC.

FLEETWOOD HOMES OF OREGON, INC.

FLEETWOOD HOMES OF PENNSYLVANIA,
INC.

FLEETWOOD HOMES OF TENNESSEE, INC.

FLEETWOOD HOMES OF TEXAS, L.P.
By: FLEETWOOD GENERAL PARTNER
OF TEXAS, INC., its General Partner

FLEETWOOD HOMES OF VIRGINIA, INC.

FLEETWOOD HOMES OF WASHINGTON, INC.

FLEETWOOD MOTOR HOMES OF
CALIFORNIA, INC.

FLEETWOOD MOTOR HOMES OF INDIANA,
INC.

FLEETWOOD MOTOR HOMES OF
PENNSYLVANIA, INC.

FLEETWOOD TRAVEL TRAILERS OF
CALIFORNIA, INC.

FLEETWOOD TRAVEL TRAILERS OF
INDIANA, INC.

FLEETWOOD TRAVEL TRAILERS OF
KENTUCKY, INC.

FLEETWOOD TRAVEL TRAILERS OF
MARYLAND, INC.

FLEETWOOD TRAVEL TRAILERS OF OHIO,
INC.

FLEETWOOD TRAVEL TRAILERS OF
OREGON, INC.

FLEETWOOD TRAVEL TRAILERS OF TEXAS,
INC.

FLEETWOOD FOLDING TRAILERS, INC.

GOLD SHIELD, INC.


GOLD SHIELD OF INDIANA, INC.

HAUSER LAKE LUMBER OPERATION, INC.

CONTINENTAL LUMBER PRODUCTS, INC.

FLEETWOOD GENERAL PARTNER OF
TEXAS, INC.

FLEETWOOD HOMES INVESTMENT, INC.

By: 
Name: Boyd R. Plowman
Title: Executive Vice President and Chief
Financial Officer

FRC BORROWERS:

FLEETWOOD RETAIL CORP.

FLEETWOOD RETAIL CORP. OF CALIFORNIA

FLEETWOOD RETAIL CORP. OF IDAHO


FLEETWOOD RETAIL CORP. OF KENTUCKY

FLEETWOOD RETAIL CORP. OF MISSISSIPPI

FLEETWOOD RETAIL CORP. OF NORTH
CAROLINA

FLEETWOOD RETAIL CORP. OF OREGON

FLEETWOOD RETAIL CORP. OF VIRGINIA

By: 
Name: Boyd R. Plowman
Title: Executive Vice President and Chief
Financial Officer

Bank of America, N.A.

May 14, 2004

ACKNOWLEDGED AND AGREED,
as of ___ day of May, 2004:


Bank of America, N.A.

as administrative agent

By: _____

Name:

Title:


John McNamara
Vice President

Signature page to Letter Agreement re: Revised Schedules to Patent and Trademark Security Agreement

Schedule I(a)
Registered U.S. Patents and Pending Patent Applications

PATENT NO.	REF. NO.	SERIAL NO.	PATENT NAME	DIVISION	ISSUED
4,746,164	FLE1-R19b		Bounder Floor Patent	Motor Homes	5/24/1988
D383,420	FLE1-AW40	29/056,969	Bounder Front Cap	Motor Homes	9/9/1997
D-384,915	FLE1-AW42	29/056,968	Discovery Front Cap	Motor Homes	10/14/1997
D388,745	FLE1-AW41	29/056,967	Flair Front Cap (Flair)	Motor Homes	1/6/1998
D-320,584	FLE1-X18	485,729	Combined Front Panel and Bumper Unit Exterior Surface	Motor Homes	10/8/1991
4,319,778	4101	159,648	Cab-Over Bed Structure	Motor Homes	3/16/1982
D-318,835	FLE1-X52		Front Bumper & Front Cap & Hood & Fender Assembly	Motor Homes	8/6/1991
5,588,377	FLE1-AN61	08/428,030	Convertible Table Configuration between Expanded & Compressed Positions		12/31/1996
323,314	FLE1-V42		Motorhome Dashboard	Motor Homes	1/21/1992
319,614	FLE1-V43		Motorhome Dashboard	Motor Homes	9/3/1991
5,553,906	FLE1-A134	280,600	Floor & Side Wall Connectors		9/10/1996
331,729	FLE1-AD74		Front Panel Unit Exterior Surface	Motor Homes	12/15/1992
334,358	FLE1-AB28		Front Panel Unit Exterior Surface	Motor Homes	3/30/1993
338,856	FLE1-AG04		Front Panel Unit Exterior Surface	Motor Homes	8/31/1993
337,872	FLE1-AD91		Front Panel Unit Exterior Surface	Motor Homes	8/3/1993
4,490,317	4004		Method & Apparatus for Manu- facturing Stress-Skin Panels		12/25/1984
5,501,504	FLE1-AL33		Power Platform	Motor Homes	3/28/1996
5,218,792	FLE1-V47		Body Construction	Motor Homes	6/15/1993
368,677	FLE1-AQ45		Front Cap & Hood Assembly	Motor Homes	4/9/1996
367,246	FLE1-A064		Front Cap & Hood Assembly	Motor Homes	2/20/1996
338,432	FLE1-AE89		Motor Homes Ornamental Design	Motor Homes	8/17/1993
368,449	FLE1-AQ46		Rear Assembly	Motor Homes	4/2/1996
367,247	FLE1-A072		Rear Assembly	Motor Homes	2/20/1996
	FLE1-100b	08/584,080	System for Providing Adjustable Occupant Space in Vehicle	Motor Homes	

PATENT NO.	REF. NO.	SERIAL NO.	PATENT NAME	DIVISION	ISSUED
4,187,653			Structural Members & Joints		2/12/1980
4,534,601	FLE1-AC13b		Lift Assembly for Movable Cabinet	Folding Trailers	8/13/1985
4,342,469			Trailer Suspension Systems		8/3/1982
4,188,047			Trailer Suspension Systems		2/12/1980
4,728,144	FLE1-R19a		Trailer Construction		3/1/1988
4,863,189 & 334,729	FLE1-300 FLE1-AB29		Unified Floor Assembly Vehicle Window Exterior Surface		9/5/1989 4/13/1993
3,738,705		279,965	Convertible Bunk Bed & Lounge	Folding Trailers	4/13/1993
255,027		920,977	Chair Assembly	Folding Trailers	5/20/1980
		971484	Camper for Pick-up Truck		
			Stepper Door		
5,172,519	FLE1-AC89	730,547	Compartment Door for RV	RV	12/22/1992
6,007,142	980766	09/109,432	Folding Trailers w/Expandable Room	Folding Trailers	11/9/1999
5,237,782	FLE1-AB86		Slideable Room Assembly for RV	RV	8/24/1993
6,135,526	990222	09/314/250	Folding Step w/Integrated Storage		5/22/1998
4,182,542		914,377	Compartment for Folding Trailer	Folding Trailers	3/11/1998
1,092,354		328,754	A/C Mounting Assembly for a Camper Trailer	Canadian	
4,040,654			A/C Mounting Assembly for a Camper Trailer		
			Linkage for Hinged Tailgates		8/9/1977
	FLE1-BJ52	09/571,760	Improved Wallboard Joint Compound		5/15/2000
6,212,710	FLE1-BD88	09/272,891	Vehicle Bed Assembly	Folding Trailers	4/10/2001
5,979,972		990073	Folding Trailer w/integral Cargo Platform	Folding Trailers	11/9/1999
6,203,097		980767 2,242,124 286 09/593,873	Folding Trailers w/extendable Room Bed Support Mechanism Operating from a Standing Position	Canadian Folding Trailers	6/14/2000
D338,432	FLE1-AE89		Ornamental Design	Motor Homes	8/17/1993
6,183,034		09/369,814	Molded Unitary Front Cap	Motor Homes	2/6/2001
2,285,739	FLE1-BD88		Folding Vehicle Bed Assembly	Canadian	1/29/2002
6,217,409		990884 09/407,409	Folding Trailers w/expandable Bed Assembly	Folding Trailers	9/29/1999

PATENT NO.	REF. NO.	SERIAL NO.	PATENT NAME	DIVISION	ISSUED
4,682,618	2145	60/258,972 748,238	Expandable Travel Trailer Canvas Retaining Assembly for Campers	Folding Trailers	12/29/2000
4,826,235		144,563	Expandable Bed Assembly		5/2/1989
5,199,230		888,891	Venetian Blind Storage		4/6/1993
5,505,515		196,659	Folding Trailers w/Hydraulic Lift System		4/9/1996
6,402,832	FLE1-BP45	974,954	Improved Travel Trailer Chassis		6/11/2002
5,222,287	FLE1-BJ52	571,760	Improved Wallboard Joint Compound		6/29/1993
	FLE1-AC89a	963,591	Method of Making a Compartment Coor for R.V.'s		
1,282,095	FLE1-R19	773,691	Motor Home Floor Structure Bouncer		3/26/2001
331,733			Motor Home Rear Panel Unit		12/15/1992
6,619,726 B2	14873-0600	09/761,957	Exterior Surface		
4,569,093		536,692	Retractable Awning for RV		9/16/2003
5,020,448		397,018	Seat Structure		2/11/1986
4,515,394		428,384	Shelf Structure for Moving Vehicles		6/4/1991
			Wheel Lock & Stand Assembly for Trailers	Folding Trailers	5/7/1985
6,652,003	14873-0700	09/874,954	Travel Trailer Chassis w/extended Axle Support	Travel Trailers	11/25/2003
	2782-022039	60/461,151	Recreational Vehicle w/Storage Container	Folding Trailers	7/15/2003
	1488783-1600	29/195,340	Rear Cap	Motor Home	12/10/2003
	14873-1200	10/740,351	Recreational Vehicle Chassis	RV	12/18/2003

Schedule II(a)
Registered U.S. Trademarks and Pending Applications

SLIDE-IN CAMPLERS

TRADEMARK	REG NO.	SERIAL NO.	REF. NO.	TERMS	REG. DATE
ANGLER	1,912,449	74/487,911	EMP/2679,200009	10 YRS	8/15/1995
CARIBOU	1,660,744	74/134,647	EMP 31114/78317	10 YRS	10/15/1991
ELKHORN	1,736,411	74/260,682	EMP/2679/91043	10 YRS	12/1/1992
KOKANEE		76/354,388	040401/240999		FILED 12/01
OUTFITTER					FILED 12/01

MISCELLANEOUS

CILOGO		76/029,559	040401/1916965		FILED 4/00
CLUB FLEETWOOD			040401/196965		FILED 7/00
DRIVEN TO EXPLORE	2,739,788	76/388,073	040401/242143	10 yrs	
FIDELITY BY Fleetwood			040401/253251		FILED 1/03
FLEETWOOD ADVENTURE VEHICLES					
FLEETWOOD FIRST			040401/264761		
FLEETWOOD RV			040401/199122		FILED 8/00
gear Box					
LIFE SUPPORT VEHICLE					
LSV					
RV INTERIORS			040401/257793		
VERSACOOL	2,049,537	74/590,899	EMP/31114/206590	10 YRS	4/1/1997
WALKABOUT	2,003,571	74/595,710	EMP/31114/215023	10YRS	9/24/1996
DURA GLIDE	2,197,789	75/332,874	EMP/31114/226583	10 YRS	10/20/1998
QUALITY FOR LIFE	2,275,775	75/468,560	EMP/31114/244428	10 YRS	9/7/1999
SECOND IMPRESSION	2,373,716	75/523,663	040401/168625	10 YRS	8/1/2000

MOTOR HOMES

TRADEMARKS	REG. NO.	SERIAL NO.	REF. NO.	TERM	REG. DATE	RENEWAL
AMERICAN COACH	1,892,065	74/487,910	EMP/2679/200146	10 YRS	5/2/1995	
AMERICAN DREAM	1,759,144	74/113,288	EMP/2679/81573	10 YRS	3/16/1993	
AMERICAN EAGLE	2,318,980	74,507,162	040401/175284	10 YRS	2/15/2000	
AMERICAN HERITAGE	2,101,571	75/185,210	EMP/31114/214089	10 YRS	9/30/1997	
AMERICAN TRADITION						FILED 8/01
AVS						
BOUNDER	1,407,614	581,502	EMP/2679/52040	20 YRS	9/2/1986	
DISCOVERY	2,292,184	75/446,828	EMP/31114/245351	10 YRS	11/16/1999	
EXCURSION		76/258,361	040401/185798			
EXPEDITION	2,522,953	75/417,360	040401/169259	12/25/2001		
EZ GLIDE	2,456,483	75/332,869	040401/169599	10 YRS	5/29/2001	
FIESTA	2,705,159	76/143,426	040401/204364	FILED 10/00		
FLAIR	1,673,389	74/160,403	EMP/2679/66336	10 YRS	1/28/1992	Renewed
FLEETWOOD FIRST						
JAMBOREE	983,735		040401/236680	10 YRS	Filed 9/01	
NEXGEN		76/174,035	EMP/2679/88667	20 YRS	5/14/1974	5/14/1994
PACE ARROW	887,034	72-290,657	040401/206932	20 YRS	FILED 12/00	
PACE ARROW - CANADA	201,303		EMP/2679/73183	20 YRS	3/3/1970	7/17/1990
PROVIDENCE	2,733,217				8/23/1974	EVERY 15 YEARS
REVOLUTION		76/354,384	040401/202069		7/1/2003	
SMART COACH		76/431,921	040401/249836			
SSGV		76/354,387	040401/240,336			
SOUTHWIND	1,020,474	76/316,910	040401/236678	20 YRS	Filed 9/01	
SOUTHWIND - CANADA	230,535	73-023,287	EMP/2679/20160	20 YRS	9/16/1975	9/16/1995
SOUTHWIND STORM	1,942,635	74/614,530	EMP/2679/200123	10 YRS	9/29/1978	EVERY 15 YEARS
STORAGE OPTIMIZER	2,631,658	76/368,425	040401/242381		12/19/1995	
STORM	2,668,820	76/370,594	040401/190358	10 YRS	12/31/2002	Filed 2/11/02
TERRA		76,143,327	040401/20435	10 YRS	FILED 2/14/02	
TIOGA	940,353	72,414,439	EMP/2679/88380	20 YRS	8/8/1972	FILED INTENT
TIOGA - CANADA	189,487				3/23/1973	RENEWED 3/03
TUFF COAT		76/131,263	040401/201689		7/30/2002	EVERY 15 YEARS
VELOCITY		78/244,611	040401/262519			10/4/2000

FOLDING TRAILERS

TRADEMARK	REG. NO.	SERIAL NO.	REF. NO	TERM	REG. DATE	
ALUMITITE	1,857,247	76/4069334	040401/246602	10 YRS	10/4/1984	Filed Intent 5/02
AYALON		74/381,261	EMP/2679/96666	10 YRS	extension	
BACKSAVOR		76/076,733	040401/198645	10 YRS	2/23/1983	FILED 7/000
CAMPERCADDIE	1,753,929	74/221,435	EMP/2679/84545	10 YRS		FILED 2/6/03
CARAVAN		76/086,963	040401/199676	10 YRS		FILED 2/6/03
CARMEL				10 YRS		FILED 2/6/03
CORTEZ	2,031,373	78/211,671	040401/259,250	10 YRS	1/21/1997	FILED 6/00
DESTINY	2,420,054	74/497,326	EMP/3114/206849	10 YRS		FILED 2/6/03
FAIRVIEW		75/704,362	040401/181163	10 YRS		FILED 2/6/03
HIGHLANDER		78/211,680		10 YRS	3/6/1989	FILED 2/6/03
MESA	2,232,751	75/241,733	EMP/3114/236536	10 YRS		FILED 1/04
MICROLITE		78/211,684	040401/259,255	10 YRS		8/21/1984 COLEMAN REGISTRATION
MONTEREY		78/258,353	040401/240255	10 YRS	1/27/2004	FILED 2/27/03 NOT USING 1
NEWPORT	1,290,909			10 YRS		FILED 2/6/03
NIAGARA	2,808,818	78/228,044	040401/261003	10 YRS		FILED 5/99
OUTDOOR COMFORT			040401/249,606	10 YRS		
PECOS	2,223,812	78/211,673	040401/1206295	10 YRS	2/16/1999	
REDWOOD		75/332850	EMP/3114/225742	10 YRS		
SEDONA		75/500,291	040401/169256	10 YRS	12/22/1995	
SENECA - CANADA	TMA253,004	443844		10 YRS		
SEQUOIA	1,216,606			10 YRS		
SUN RIDGE	1,166,480	75/176,229	EMP/3114/221577	10 YRS	6/16/1998	
ABANDON AND NOW RE-INSTATING				10 YRS		
SUN SHADE				10 YRS		FILED 6/4/03
SUN VALLEY	1,224,140	296,429		10 YRS	12/7/1982	RENEWED 1/15/03
SWING LEVEL	1,789,284	74/260,417	EMP/2679/94768	10 YRS	8/24/1993	
TACOMA	2,460,452	75/835,884	040401/191685	10 YRS	FILED 5/1/01	
TAOS	2,051,454	74/690,739	EMP/3114/214649	10 YRS	4/8/1997	
TIMBERLAKE	2,551,523	76/400,044	040401/181775	10 YRS	3/22/2002	
TUCSON		78/258,369	040401/259252	10 YRS		FILED 6/4/03
ULTRA GLIDE-OUT	1,224,140	75/333,962	EMP/3114/236426	20 YRS	FILED 7/31/97	
WILLIAMSBURG	1,849,212	73-296429		10 YRS	2/9/1981	NOT USING WILL ABANDON
YOSEMITE		74/366,753	EMP/2679/99612	10 YRS	8/9/1994	
YUMA		76/316,909	040401/191671	10 YRS	Filed 9/01	

TRADEMARK

REEL: 003047 FRAME: 0557

TRAVEL TRAILERS

TRADEMARK	REG. NO.	SERIAL NO.	REF. NO.	TERM	REG. DATE	RENEWAL
AX6		78/147,068	040401/251,212	20 YRS	filed 7/24/02	
AVION	1,096,646				11/14/1981	
AVION PLATINUM	2,687,147	76/131,261	040401/203177			FILED 10/00
CANADIAN COUNTRY COTTAGES		1,168,155	040401/252,551			
COTTAGE COUNTRY RESORT		1,163,089	040401/252,869			
DAKOTA		76/093,027	040401/200167		FILED 8/00	
FLEETWOOD FLITE						
GEAR BOX						
LYNK						
MALLARD		76/093,026	040401/198647		FILED 8/00	
MISCELLANEOUS DESIGN					FILED 7/30/97	PURCHASED 7/8/83
NORTHERN PRIDE	1,074,504		EMP/31114/30252		10/4/1977	10/4/1997
PIONEER			040401/242,362		FILED 12/01	
PRIDE					FILED 7/03	
PROWLER	840,345	76/266,080	040401/1234689	20 YRS	12/12/1967	12/12/1987
PROWLER - CANADA	188,791	264,661			2/23/1973	EVERY 15 YEARS
PROWLER REGAL		78/147,054	040401/249386		FILED 7/24/02	
RV MASTER			040401/2274828		FILED 2/04	
STAR DESIGN	1,074,504	111,629		20 YRS	10/4/1977	
TERRY	1,082,441	111,628	EMP/31114/35089	20 YRS	1/17/1978	1/17/1998
TERRY & DESIGN - CANADA	191,275				5/25/1973	NOT USING ABANDON
TERRY QUANTUM		78/147,061	040401/249,378		FILED 7/24/02	
TIMBERWOLF		76/366,521	040401/243121			
TRIUMPH		76/266,081	040401/234335		Filed 5/18/01	
VINTAGE	2,583,572	76/131,262	040401/203180		FILED 9/2000	
WESTPORT	1,930,572	74/453,887	EMP/2679/200152	10 YRS	10/31/1995	
WILDERNESS	940,352	414,382	EMP/2679/88379	20 YRS	8/8/1972	8/8/1992
WILDERNESS ADVANTAGE		78/147,046	040401/249379		FILED 7/24/02	
YUKON	2,629,020	76/093,025	040401/1988648		FILED 8/2000	

TRADEMARK

REEL: 003047 FRAME: 0558

MANUFACTURED HOUSING

TRADEMARK	REG. NO.	SERIAL NO.	REF. NO.	TERM	REG. DATE	RENEWAL
AMERICANA	897,664	72/318,485	EMP/2679/76805	10 YRS	9/1/1970	FILED 8/22/03
ANNIVERSARY	957,220	72,409,785	EMP/2679/88470	20 YRS	4/17/1973	10/2/90*7/15/01
BARRINGTON	1,322,045	73/478,142	EMP/2679/40619	20 YRS	2/26/1985	4/1/793*
BERKSHIRE	1,938,695	74/6114,532	EMP/2679/217063	10 YRS	2/2/28/95	
BRIARWOOD	1,556,748	786,047	EMP/2679/71142	20 YRS	9/19/1989	
BRITANNY MANOR	1,122,755	183,829		20 YRS	7/24/1979	
BRITANNY PARK	749,026	150,045		20 YRS	5/7/1963	5/7/93**
BROOKFIELD	188,790	35209800		20 YRS	2/23/1973	EVERY 15 YRS
BROADMORE	1,851,990	74/331,748	EMP/2679/96948	10 YRS	8/30/1984	
BROADMORE - CANADA	1,502,962	73/709,336	EMP/2679/64027	20 YRS	9/16/1988	
CAREGARD	2,276,533	75/350,872	EMP/31114/236481	10 yrs	9/7/1999	FILED 9/3/97
CARRIAGE HILL			040401/237500			FILED 8/01
CELEBRATION	1,674,244	74/151,831	EMP/2679/83514	10 YRS	2/4/1982	
21ST CENTURY			040401/171843			
CHADWICK			040401/1235931			FILED 8/01
CHAPARRAL			040401/235928			FILED 8/01
CHESTNUT MANOR			040401/251245			
COLONIAL	2,739,369	78/147,568	EMP/2679/82276	10 YRS	7/15/2003	RENEWED 3/03
CONTEMPORARY	1,713,685	74/1136,803		20 YRS	9/8/1992	
CORONADO	1,113,551	174,789			2/20/1979	
CROWNPOINTE	2,437,036	76/007,424	040401/193587			FILED 9/00
DARE TO COMPARE	2,423,899	75/588,706	040401/172176	10 YRS	1/23/2001	
DEER CREEK	2,455,788	75/500,292	040401/169,267	10 YRS	5/29/2001	FILED 6/98
DESERT VILLA	1,938,692	74,614,45	EMP/2679/217017	10 YRS	11/28/1995	
DREAM MANOR	1,407,616	581,578	EMP/2679/52024	20 YRS	9/2/1986	
DREAM PARK			EMP/31114/225683			
EAGLE	1,640,399	75,208,343	EMP/31114/76848	10 YRS	4/9/1991	6/29/2001
EAGLE TRACE	1,288,889	74-071,633	EMP/31114/76848	20 YRS	8/7/1984	RENEWED FOR 10 YEARS
EDGEWOOD			EMP/2679/30153			FILED 8/01
ENTERTAINER			040401/237501			
EXCALIBUR			040401/169878			
EXPRESSION	906,538	75/554,439		20 YRS	FILED 9/3/98	
FESTIVAL			78/286636		FILED 8/13/03	
		72-349,271	EMP/2679/82248	20 YRS	1/26/1971	4/9/1991

FLEETGUARD																				
FLEETWOOD	964,053	72-421,240	040401/197289	EMP/2679/88528	20 YRS	7/17/1973	EVERY 15 YRS													
FLEETWOOD - CANADA	189,854				20 YRS	4/3/1973														
FLEETWOOD HOMES	2,055,052	75/101,183		EMP/31114/221893	10 YRS	4/22/1997														
GLENBROOK	941,867	418,724		EMP/2679/88392	20 YRS	8/29/1972	RENEWED 3/03													
GLENBROOK - CANADA	190,150				20 YRS	4/13/1973	EVERY 15 YRS													
GREEN HILL	1,275,063	421,812			20 YRS	4/24/1984	RENEWED FOR 10 YEARS													
HARBOR SPRINGS	1,639,024	74-071,232		EMP/2679/96849	10 YRS	3/26/1991	6/26/2001													
HICKORY HILL	1,673,387	74/155,121		EMP/2679/83515	10 YRS	1/28/1992														
HIGHLAND PARK	1,419,929	581,579		EMP/2679/52072	20 YRS	12/9/1986														
INSPIRATION				040401/274359			FILED 2/04													
LAKE POINTE	1,500,455	700,676		EMP/2679.59892	20 YRS	8/16/1988														
LAKE SPRINGS	1,638,306	74-068,527		EMP/31114/78257	10 YRS	3/19/1991														
MALLARD							8/26/2001													
MEADOW BROOK																				
MEDFORD	1,288,888	75/843,741		040401/191882			FILED 11/99													
OAK GROVE	1,636,836	400,043		EMP/2679/29492	20 YRS	8/7/1984	RENEWED FOR 10 YEARS													
OAK KNOLL	1,736,604	74-059,376		EMP/31114/59740	10 YRS	3/5/1991	RENEWED 2/03													
OAKLAND	1,738,349	74-260,474		EMP/2679/40618	10 YRS	12/1/1992	RENEWED 2/03													
PARK PLACE	1,616,645	74/260,688		EMP/2679/20171	10 YRS	12/8/1992														
PINNACLE PARTNERS				EMP/2679/73176	10 YRS	10/9/1990														
QUALITY FOR LIFE	2,275,775	75-468,560		040401/169252	10 yrs	9/7/1999	FILED 5/7/03													
REFLECTION	1,565,806	792,096		EMP/2679/66001	20 YRS	11/4/1989														
RIVERKNOLL	1,386,737	555,180		EMP/7076/48960	20 YRS	3/18/1986														
SADDLEBACK	1,646,780	74-073,002		EMP/2679/63990	10 YRS	6/4/1991														
SANDALWOOD	1,622,384	74-031,038		EMP/2679/73180	10 YRS	11/13/1990														
SANDPOINTE	980,269	72-450,858		EMP/2679/88650	20 YRS	3/12/1974														
SECOND IMPRESSIONS	2,373,716	75-523,663		040401/168625	10 YRS	8/1/2000	RENEWED FOR 10 YEARS													
SEDONA				EMP/31114/254755																
SILVER RIDGE	2,553,079	75/574,205		04040L/171844	10 yrs	3/26/2002														
SPRING HILL	1,159,078	245,569			20 YRS	6/30/1981														
STONE CREEK	1,674,345			040401/169261	10 YRS	4/3/2002														
STONERIDGE	1,427,391	586,818		EMP/2679/52092	20 YRS	2/3/1987														
SUNCREST	966,938	72-416,139		EMP/2679/88552	20 YRS	8/23/1973														
SUNPOINTE	1,616,643	74/024,762		EMP/2679,73172	10 YRS	10/9/1990														
TIMBER LAKE	2,551,523	75/588,707		040401/172173	10 years	3/26/2002														
TIMBERWOOD		75/843,742		040401/191881																

8/28/1982
renewed 2011

TRADITION	040401/206157	76/169,099		040401/206157	Filed 11/14/00
TREND SETTER	040401/274360			040401/274360	FILED 2/04
VOGUE	040401/268028			040401/268028	Filed 8/24/03
WATERFORD	2,016,005	74/473,170		EMP/31114/200176	11/12/1986
WAVERLY CREST	1,524,412	737,730		EMP/2679/67845	2/14/1989
WESTFIELD	1,322,059	483,700		EMP/2679/41347	2/26/1985
WESTON	1,004,617	450,859		EMP/2679/88802	2/11/1975
WINGATE	1,616,642	74-024,744		EMP/2679/73171	10/9/1990

RENEWED 3/03

2/11/1985

**Schedule 11(b)
Unregistered U.S. Trademarks**

None