

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bell Helicopter Textron Inc.		11/01/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bell Helicopter Rhode Island Inc.
Street Address:	40 Westminster Street
City:	Providence
State/Country:	RHODE ISLAND
Postal Code:	02903
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	1730943	209
Registration Number:	1810009	230
Registration Number:	2763185	AERONET
Registration Number:	2928806	AH-1Z
Registration Number:	2883983	BELL
Registration Number:	2727901	BELNET EXCHANGE
Registration Number:	2839441	COBRA
Registration Number:	2868866	HUEY
Registration Number:	2167792	HUEY II
Registration Number:	2191403	LIVE
Registration Number:	1858144	TWINRANGER
Registration Number:	2908650	UH-1Y

CORRESPONDENCE DATA

900022244

TRADEMARK
REEL: 003056 FRAME: 0942

CH \$315.00 1730943

Fax Number: (858)509-4010

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (858) 509-5006

Email: sdipdocket@pillsburywinthrop.com

Correspondent Name: Pillsbury Winthrop LLP/Gabrielle Holley

Address Line 1: 11682 El Camino Real

Address Line 2: Suite 200

Address Line 4: San Diego, CALIFORNIA 92130

NAME OF SUBMITTER:

Gabrielle A. Holley

Signature:

/GAHolley/

Date:

03/31/2005

Total Attachments: 3

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ASSIGNMENT

WHEREAS, Bell Helicopter Textron Inc., a Delaware corporation (the "Company"), has adopted, used and is using the trademarks described herein, along with the goodwill of Company's business symbolized thereby, and is the owner of all right, title, and interest in and to the trademarks described herein, including any and all United States, state or foreign registrations issued, applications filed, common-law rights related to said trademarks, rights to obtain renewals and all other legal protections pertaining thereto;

WHEREAS, Company desires to transfer all of its right, title, and interest in and to such trademarks, along with the goodwill of the business symbolized by and associated with such trademarks, to Bell Helicopter Rhode Island Inc., a Delaware corporation ("Bell Helicopter Rhode Island");

WHEREAS, all transfers of intellectual property pursuant to this Assignment are intended to be transfers pursuant to Section 351 of the Internal Revenue Code of 1986, as amended;

NOW, THEREFORE, to whom it may concern, be it known that for good and valuable consideration, the receipt of which is hereby mutually acknowledged:

1 THE ASSIGNMENT OF TRADEMARK RIGHTS AND THE ASSOCIATED GOODWILL BY COMPANY TO BELL HELICOPTER RHODE ISLAND

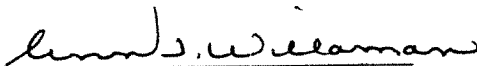
Company has assigned, and transferred, and by these presents, Company hereby does assign, transfer, and deliver to Bell Helicopter Rhode Island, its successors, assigns, and legal representatives the whole of any and whatever right, title, and interest Company may have in and to: (i) the trademarks listed in Exhibit A, and any United States, state or foreign registrations of such trademarks, applications filed, common-law rights related to said trademarks, rights to obtain renewals and all other legal protections pertaining thereto; and (ii) the goodwill of Company's business symbolized by and associated with the trademarks listed in Exhibit A.

2 FURTHER ASSURANCES

Company and Bell Helicopter Rhode Island hereby further agree, each for itself and its successors, assigns, and legal representatives, to execute upon request any other lawful documents and likewise to perform any other lawful acts that are necessary to secure fully the aforesaid rights, titles, and interests in and to said trademarks listed in Exhibit A to Bell Helicopter Rhode Island, its successors, assigns, and legal representatives.

IN WITNESS WHEREOF, the parties have caused this ASSIGNMENT to be duly executed and delivered as of November 1, 2004.

Bell Helicopter Textron Inc.

By: 
Name: Ann T. Willaman
Title: Assistant Secretary

Bell Helicopter Rhode Island Inc.

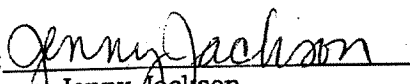
By: 
Name: Jenny Jackson
Title: Vice President

Exhibit A

TRADEMARKS

Serial Number	Date Filed	Registration No.	Country	Registration Date	Mark	Type of Mark	IC	OWNER
74/213971	10/17/91	1730943	U.S.	11/10/92	209	TM	12	BHTI
74/107517	10/17/90	1810009	U.S.	12/7/93	230	TM	12	BHTI
76/127114	9/13/00	2763185	U.S.	9/16/03	AERONET	SM	42	BHTI
78/327346	11/13/03	2928806	U.S.	3/1/05	AH-1Z	TM	12	BHTI
76/552505	10/1/03	2883983	U.S.	11/14/04	BELL (Stylized)	TM	12, 35, 41	BHTI
76/283865	7/10/01	2727901	U.S.	6/17/03	BELLNET EXCHANGE	SM, TM	12, 35	BHTI
76/283864	9/10/01	2839441	U.S.	5/11/04	COBRA	TM	12	BHTI
76/532875	7/15/03	2868866	U.S.	8/3/04	HUEY	TM	12	BHTI
74/343128	12/24/92	2167792	U.S.	6/23/98	HUEY II	TM	12	BHTI
75/216980	12/23/96	2191403	U.S.	9/22/98	LIVE	TM	7	BHTI
74/259493	3/26/92	1858144	U.S.	10/11/94	TWINRANGER	TM	12	BHTI
78/327051	11/12/03	2908650	U.S.	12/7/04	UH-1Y	TM	12	BHTI