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
Athearn, Inc.		04/11/2005	CORPORATION:

RECEIVING PARTY DATA

Name:	Horizon Hobby, Inc.
Street Address:	4105 Fieldstone Road
City:	Champaign
State/Country:	ILLINOIS
Postal Code:	61822
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2199877	ATHEARN
Registration Number:	2427470	THUNDER RAILS
Registration Number:	2528546	READY TO ROLL

CORRESPONDENCE DATA

Fax Number: (312)236-8176

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

Phone: 3122368500

Email: driess@cammcm.com

Correspondent Name: Daniel M. Riess

Address Line 1: 200 West Adams Street

Address Line 2: Suite 2850

Address Line 4: Chicago, ILLINOIS 60606

NAME OF SUBMITTER:	Daniel M. Riess
Signature:	/Daniel M. Riess/

TRADEMARK REEL: 003064 FRAME: 0638 7.18881.7

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Date:	04/12/2005
Total Attachments: 2 source=assignment#page1.tif source=assignment#page2.tif	

TRADEMARK REEL: 003064 FRAME: 0639

Form PTO-1594 RECORDATION FO (Rev. 10/02) TRADEMA	RM COVER SHEET RKS ONLY U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
Tab settings	▼ ▼ ▼ ▼
To the Honorable Commissioner of Patents and Trademarks: I	Please record the attached original documents or copy thereof.
1. Name of conveying party(ies): Athearn, Inc. Individual(s) General Partnership Corporation-State of California Other Additional name(s) of conveying party(ies) attached? Yes No 3. Nature of conveyance: Assignment Security Agreement Other Other Change of Name	☐ General Partnership ☐ Limited Partnership ☐ Corporation-State ☐ Other ☐ If assignee is not domiciled in the United States, a domestic
Execution Date: April 11, 2005	representative designation is attached: Yes No (Designations must be a separate document f <u>rom</u> assign <u>ment)</u>
4. Application number(s) or registration number(s): A. Trademark Application No.(s)	B. Trademark Registration No.(s) 2,199,877 2,427,470, and 2,528,546 ached Yes No
Name and address of party to whom correspondence concerning document should be mailed: Name: Daniel M. Riess	6. Total number of applications and registrations involved:
Internal Address: Cook, Alex, McFarron, Manzo, Cummings & Mehler, Ltd.	7. Total fee (37 CFR 3.41)\$_90.00 Enclosed Authorized to be charged to deposit account
Street Address: 200 West Adams, Suite 2850	8. Deposit account number: 50/1039
City: Chicago State: IL Zip: 60606	
DO NOT USE	THIS SPACE
9. Signature. Daniel M. Riess Name of Person Signing Signature.	Micro 4/12/05 gnature 2 Date

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patent & Trademarks, Box Assignments

Washington, D.C. 20231

ASSIGNMENT OF REGISTERED TRADEMARKS

WHEREAS, ATHEARN, INC. a California Corporation, 1550 Glenn Curtiss Street, Carson, California 90746 is the owner of the following trademarks which are now registered in the United States Patent and Trademark Office:

Trademark	Registration No.	Date of Registration
ATHEARN	2,199,877	October 27, 1998
THUNDER RAILS	2,427,470	February 6, 2001
READY TO ROLL	2,528,546	January 8, 2002

WHEREAS, HORIZON HOBBY, INC. a Delaware Corporation, at 4105 Fieldstone Road, Champaign, Illinois 61822 is desirous of acquiring said trademarks and the registrations thereof.

NOW THEREFORE, in consideration of and in exchange for good and valuable consideration, receipt of which is hereby acknowledged, said ATHEARN, INC. does hereby assign unto said HORIZON HOBBY, INC. all rights, title, and interest in and to the trademarks and the said registrations, together with the goodwill of the business connected with the use of and symbolized by the trademarks and registrations thereof.

Signed at Contenes Consu , this 1170 day of Arke , 2005.

ATHEARN, INC.

Tim Geddes, President

County of Lis Augus)

State of Constants

RECORDED: 04/12/2005

The foregoing instrument was acknowledge before me this Meday of April, 2005

ARDIS JACKSON JR.
Commission # 1523799
Notary Public — California #
Los Angeles County
My Comm. Expires Nov 29, 2008

Notary Public

TRADEMARK REEL: 003064 FRAME: 0641