

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.		02/15/2006	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: 16			
Property Type	Number	Word Mark	
Serial Number:	78568923	429	
Serial Number:	78700737	BELL	
Serial Number:	78700758	BELL	
Serial Number:	78700790	BELL	
Serial Number:	78700818	BELL	
Serial Number:	78700829	BELL	
Serial Number:	78701645	BELL	
Serial Number:	78701754	BELL	
Serial Number:	78701766	BELL	
Serial Number:	78701791	BELL	
Serial Number:	78701808	BELL	
Serial Number:	78701312	BELL HELICOPTER	
Serial Number:	78701327	BELL HELICOPTER	
Serial Number:	78701356	BELL HELICOPTER	

CH \$415.00 78568923

900089288

TRADEMARK
REEL: 003639 FRAME: 0174

Serial Number:	78701419	BELL HELICOPTER
Serial Number:	78701467	BELL HELICOPTER

CORRESPONDENCE DATA

Fax Number: (949)567-6710

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

Phone: (213) 612-2299

Email: ipprosecution@orrick.com

Correspondent Name: Christopher J. Chaudoir

Address Line 1: 4 Park Plaza, Suite 1600

Address Line 2: IP Prosecution Department

Address Line 4: Irvine, CALIFORNIA 92614-2558

NAME OF SUBMITTER:	Angela Wendel
Signature:	/angela wendel/
Date:	10/12/2007

Total Attachments: 5

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ASSIGNMENT

WHEREAS, Bell Helicopter Textron Inc., a Delaware corporation (the "Company"), has adopted, used and is using the trademarks, tradenames, trade dress and other designations of origin 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, tradenames, trade dress and other designations of origin described herein, including any common-law rights related to said trademarks, tradenames, trade dress or other designations of origin, 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, tradenames, trade dress and other designations of origin, 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

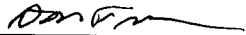
Company has assigned, and transferred, and by these presents, Company hereby does assign, transfer, and deliver to Bell Helicopter Rhode Island, its successors, assigns, and legal representatives the whole of any and whatever right, title, and interest Company may have in and to: (i) the trademarks, trademark applications, and tradenames listed in Exhibit A, common-law trademarks, trade dress and other designations of origin created or acquired by Company on or before December 31, 2005, and any common-law rights relating to said trademarks, tradenames, trade dress or other designations of origin, rights to obtain renewals and all other legal protections pertaining thereto, and the right to recover for past infringements of, or liabilities for, any of the rights relating to any of such trademarks, trademark applications, tradenames, trade dress or other designations of origin; and (ii) the goodwill of the business symbolized by and associated with said trademarks, tradenames, trade dress or other designations of origin.

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 and useful to secure fully the aforesaid rights, titles, and interests in and to said trademarks, trademark applications, and tradenames listed in Exhibit A and common-law trademarks, trade dress or other designations of origin created or acquired by Company on or before December 31, 2005 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 February 15, 2006.

Bell Helicopter Textron Inc.

By: 
Name: Arnold M. Friedman
Title: Vice President

Bell Helicopter Rhode Island Inc.

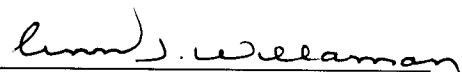
By: 
Name: Ann T. Willaman
Title: Vice President and Secretary

Exhibit A

TRADEMARKS

Bell Helicopter 12-05 (US)

Serial Number	Filing Date	Registration Number	Country	Registration Date	Mark	Type of Mark	IC	Owner
78/568923	16-Feb-05		USA		429	TM	12 Int.	Bell Helicopter Textron Inc.
78/700737	25-Aug-05		USA		BELL	TM	14 Int.	Bell Helicopter Textron Inc.
78/700758	25-Aug-05		USA		BELL	TM	16 Int.	Bell Helicopter Textron Inc.
78/700790	25-Aug-05		USA		BELL	TM	18 Int.	Bell Helicopter Textron Inc.
78/700818	25-Aug-05		USA		BELL	TM	25 Int.	Bell Helicopter Textron Inc.
78/700829	25-Aug-05		USA		BELL	TM	28 Int.	Bell Helicopter Textron Inc.
78/701645	26-Aug-05		USA		BELL (Stylized)	TM	14 Int.	Bell Helicopter Textron Inc.
78/701754	26-Aug-05		USA		BELL (Stylized)	TM	16 Int.	Bell Helicopter Textron Inc.
78/701766	26-Aug-05		USA		BELL (Stylized)	TM	18 Int.	Bell Helicopter Textron Inc.
78/701791	26-Aug-05		USA		BELL (Stylized)	TM	25 Int.	Bell Helicopter Textron Inc.
78/701808	26-Aug-05		USA		BELL (Stylized)	TM	28 Int.	Bell Helicopter Textron Inc.

Bell Helicopter 12-05 (US)

Serial Number	Filing Date	Registration Number	Country	Registration Date	Mark	Type of Mark	IC	Owner
78/701312	26-Aug-05		USA		BELL HELICOPTER	TM	14 Int.	Bell Helicopter Textron Inc.
78/701327	26-Aug-05		USA		BELL HELICOPTER	TM	16 Int.	Bell Helicopter Textron Inc.
78/701356	26-Aug-05		USA		BELL HELICOPTER	TM	18 Int.	Bell Helicopter Textron Inc.
78/701419	26-Aug-05		USA		BELL HELICOPTER	TM	25 Int.	Bell Helicopter Textron Inc.
78/701467	26-Aug-05		USA		BELL HELICOPTER	TM	28 Int.	Bell Helicopter Textron Inc.