

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		SECURITY INTEREST	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ashton Woods USA, L.L.C.		02/23/2009	LIMITED LIABILITY COMPANY: NEVADA
RECEIVING PARTY DATA			
Name:	Wells Fargo National Association		
Street Address:	360 Interstate North Parkway SE		
Internal Address:	Suite 500, MAC G0147-057		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30339		
Entity Type:	a National association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1614262	ASHTON WOODS HOMES	
CORRESPONDENCE DATA			
Fax Number:	(336)733-8473		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(336) 721-3747		
Email:	trademarkswinston@wcsr.com		
Correspondent Name:	Randel S. Springer		
Address Line 1:	Womble Carlyle Sandridge & Rice, PLLC		
Address Line 2:	One West Fourth Street		
Address Line 4:	Winston-Salem, NORTH CAROLINA 27101		
ATTORNEY DOCKET NUMBER:	41377.0034.0		
NAME OF SUBMITTER:	Randel S. Springer		
Signature:	/Randy Springer/		

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TRADEMARK
REEL: 004247 FRAME: 0781

Date:

07/26/2010

Total Attachments: 3

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Security Agreement dated as of February 23, 2009 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), by and among the Ashton Woods USA, L.L.C., a Nevada limited liability company ("Grantor"), and each of Grantor's Subsidiaries party thereto, and Wells Fargo Bank, National Association, as successor in interest to Wachovia Bank, National Association, in its capacity as collateral agent (in such capacity, together with any successor collateral agent, "Collateral Agent") for the Secured Parties (as defined therein), the undersigned Grantor has granted a continuing lien on and security interest in the Trademarks listed below to the Agent for the ratable benefit of the Secured Parties. Capitalized terms used herein without definition shall have the meaning ascribed to them in the Security Agreement

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Registration Date</u>
U.S. Trademark Reg. No.: 1614262	ASHTON WOODS HOMES	September 18, 1990
Georgia Trademark Reg. No.: S13675	ASHTON WOODS HOMES	June 17, 1994

Sincerely,

ASHTON WOODS USA L.L.C., a Nevada
limited liability company, as Grantor

By: C. Boydston
Name: Cory J. Boydston
Title: Chief Financial Officer

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL
ASSOCIATION, as Collateral Agent

By: _____
Name: Elena Bennett
Title: Managing Director

[SIGNATURE PAGE TO NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS]

TRADEMARK
REEL: 004247 FRAME: 0784

Sincerely,

ASHTON WOODS USA L.L.C., a Nevada
limited liability company, as Grantor

By: _____
Name: Cory J. Boydston
Title: Chief Financial Officer

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL
ASSOCIATION, as Collateral Agent

By: *Elena Bennett*
Name: Elena Bennett
Title: Managing Director