

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM345510

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
SEQUENCE:	2		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bell Helicopter Rhode Island Inc.		04/01/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Textron Innovations Inc.		
Street Address:	41 Westminster		
City:	Providence		
State/Country:	RHODE ISLAND		
Postal Code:	02903		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	85776711	BELL	
Serial Number:	85776717	BELL	
Serial Number:	85776722	BELL	
Serial Number:	85776726	BELL	
CORRESPONDENCE DATA			
Fax Number:	2486410270		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(248) 641-1600		
Email:	docketingtm@hdp.com, tjcomparoni@hdp.com		
Correspondent Name:	Lisabeth H. Coakley		
Address Line 1:	Harness, Dickey & Pierce, P.L.C.		
Address Line 2:	5445 Corporate Drive, Suite 200		
Address Line 4:	Troy, MICHIGAN 48098		
ATTORNEY DOCKET NUMBER:	31911-500105		
NAME OF SUBMITTER:	Lisabeth H. Coakley		
SIGNATURE:	/lhc/		
DATE SIGNED:	06/23/2015		

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Total Attachments: 7

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ASSIGNMENT

WHEREAS, Bell Helicopter Rhode Island 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 Textron Innovations Inc., a Delaware corporation ("Innovations");

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 INNOVATIONS

Company has assigned, and transferred, and by these presents, Company hereby does assign, transfer, and deliver to Innovations, 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, 2014, 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. The assignment of all common law trademarks, common law trade dress and other common law obligations of origin pursuant to this assignment shall be deemed effective as of the date of first use in commerce by Company. All other interests assigned pursuant to this assignment shall be effective as of the execution date of this assignment.

Notwithstanding anything to the contrary herein, Company retains the whole of any and whatever right, title and interest Company may have in and to: (i) the trademarks, trademark applications, trade dress, tradenames and other designations of origin listed in Exhibit B and any common-law rights relating to said trademarks, trade dress, tradenames and other designations of origin related thereto, including without limitation, any rights to obtain renewals and all other legal protections pertaining thereto, the right to recover for past infringement of, or liabilities for, any of the rights relating to any of such trademarks, trademark applications, tradenames, trade dress or other designations or 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

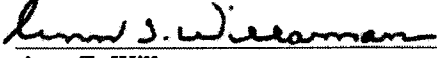
Company and Innovations hereby further agree, each for itself and its successors, assigns, and legal representatives, to execute upon request any other lawful documents and likewise to perform any other lawful acts that are necessary and useful to secure fully the aforesaid rights, titles, and interests in and to said trademarks, trademark applications, and tradenames listed in Exhibit A and common-law trademarks, trade dress or other designations

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of origin created or acquired by Company on or before December 31, 2014 to Innovations, its successors, assigns, and legal representatives.

IN WITNESS WHEREOF, the parties have caused this ASSIGNMENT to be duly executed and delivered as of April 1, 2015.

Bell Helicopter Rhode Island Inc.

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

Textron Innovations Inc.


By: 
Name: James Runstadler
Title: President

Exhibit A

TRADEMARKS

2014 Bell TM Asgmt Schedule

Serial Number	Filing Date	Registration Number	Registration Date	Country	Mark	Type of Mark	IC	Owner
1655787	10/31/2014			Australia	MCS		37	Bell Helicopter Textron Inc.
1655786	10/31/2014			Australia	MISSION CRITICAL SUPPORT		37	Bell Helicopter Textron Inc.
908173885	8/25/2014			Brazil	505		12	Bell Helicopter Textron Inc.
908173865	8/25/2014			Brazil	BELL 505 (Stylized)		12	Bell Helicopter Textron Inc.
908173520	8/25/2014			Brazil	JET RANGER X		12	Bell Helicopter Textron Inc.
908173628	8/25/2014			Brazil	JET RANGER X (Stylized)		12	Bell Helicopter Textron Inc.
908174217	8/25/2014			Brazil	JRX		12	Bell Helicopter Textron Inc.
908174055	8/25/2014			Brazil	JRX & Design		12	Bell Helicopter Textron Inc.
1690776	8/22/2014			Canada	505		Wares	Bell Helicopter Textron Inc.
1690778	8/22/2014			Canada	BELL 505 (Stylized)		Wares	Bell Helicopter Textron Inc.
1690777	8/22/2014			Canada	JET RANGER X		Wares	Bell Helicopter Textron Inc.
1690779	8/22/2014			Canada	JET RANGER X (Stylized)		Wares	Bell Helicopter Textron Inc.
1690780	8/22/2014			Canada	JRX		Wares	Bell Helicopter Textron Inc.
1690781	8/22/2014			Canada	JRX & Design		Wares	Bell Helicopter Textron Inc.
1700856	11/3/2014			Canada	MCS		Serv	Bell Helicopter Textron Inc.
1700857	11/3/2014			Canada	MISSION CRITICAL SUPPORT		Serv	Bell Helicopter Textron Inc.
15288531	9/4/2014			China (People's Republic)	BELL (In Chinese Characters)		12	Bell Helicopter Textron Inc.
15288530	9/4/2014			China (People's Republic)	BELL (In Chinese Characters)		35	Bell Helicopter Textron Inc.
15288529	9/4/2014			China (People's Republic)	BELL (In Chinese Characters)		37	Bell Helicopter Textron Inc.
15288528	9/4/2014			China (People's Republic)	BELL (In Chinese Characters)		40	Bell Helicopter Textron Inc.
15288527	9/4/2014			China (People's Republic)	BELL (In Chinese Characters)		41	Bell Helicopter Textron Inc.
15217916	8/25/2014			China (People's Republic)	BELL 505 (Stylized)		12	Bell Helicopter Textron Inc.
15217918	8/25/2014			China (People's Republic)	JET RANGER X		12	Bell Helicopter Textron Inc.
15217915	8/25/2014			China (People's Republic)	JET RANGER X (Stylized)		12	Bell Helicopter Textron Inc.
15217917	8/25/2014			China (People's Republic)	JRX		12	Bell Helicopter Textron Inc.
15217914	8/25/2014			China (People's Republic)	JRX & Design		12	Bell Helicopter Textron Inc.

2014 Bell TM Asgmt Schedule

13195508	8/22/2014	13195508	1/13/2015	European Community	505			12	Bell Helicopter Textron Inc.
13195524	8/22/2014	13195524	1/13/2015	European Community	BELL 505 (Stylized)			12	Bell Helicopter Textron Inc.
13195532	8/22/2014	13195532	1/13/2015	European Community	JET RANGER X			12	Bell Helicopter Textron Inc.
13195748	8/22/2014	13195748	1/13/2015	European Community	JET RANGER X (Stylized)			12	Bell Helicopter Textron Inc.
13195763	8/22/2014	13195763	1/13/2015	European Community	JRX			12	Bell Helicopter Textron Inc.
13195765	8/22/2014	13195765	1/13/2015	European Community	JRX & Design			12	Bell Helicopter Textron Inc.
13424205	11/3/2014			European Community	MCS			37	Bell Helicopter Textron Inc.
13424254	11/3/2014			European Community	MISSION CRITICAL SUPPORT			37	Bell Helicopter Textron Inc.
2014069499	8/19/2014			Japan	BELL (in Japanese Characters)			12, 37	Bell Helicopter Textron Inc.
2014069500	8/19/2014			Japan	BELL HELICOPTER A TEXTRON COMPANY (in Japanese Characters)			12, 37	Bell Helicopter Textron Inc.
2014066503	11/4/2014			Malaysia	MCS			37	Bell Helicopter Textron Inc.
2014066509	11/4/2014			Malaysia	MISSION CRITICAL SUPPORT			37	Bell Helicopter Textron Inc.
49014	12/18/2014			Russian Federation	BELL			12	Bell Helicopter Textron Inc.
210987	11/3/2014			Trinidad and Tobago	MISSION CRITICAL SUPPORT			37	Bell Helicopter Textron Inc.
210978	4/30/2014			United Arab Emirates	BELL			12	Bell Helicopter Textron Inc.
210979	4/30/2014			United Arab Emirates	BELL HELICOPTER & Design			35	Bell Helicopter Textron Inc.
210980	4/30/2014			United Arab Emirates	BELL HELICOPTER & Design			37	Bell Helicopter Textron Inc.
210975	4/30/2014			United Arab Emirates	BELL HELICOPTER & Design			39	Bell Helicopter Textron Inc.
210976	4/30/2014			United Arab Emirates	BELL HELICOPTER A TEXTRON COMPANY & Design			35	Bell Helicopter Textron Inc.
210977	4/30/2014			United Arab Emirates	BELL HELICOPTER A TEXTRON COMPANY & Design			37	Bell Helicopter Textron Inc.
210984	4/30/2014			United Arab Emirates	BELL HELICOPTER A TEXTRON COMPANY & Design			39	Bell Helicopter Textron Inc.
210985	4/30/2014			United Arab Emirates	BELL TECHNICAL SERVICES INC. (in English and Arabic)			35	Bell Helicopter Textron Inc.
210986	4/30/2014			United Arab Emirates	BELL TECHNICAL SERVICES INC. (in English and Arabic)			37	Bell Helicopter Textron Inc.
210981	4/30/2014			United Arab Emirates	BELL TECHNICAL SERVICES INC. (in English and Arabic)			39	Bell Helicopter Textron Inc.
210982	4/30/2014			United Arab Emirates	ON A MISSION.			35	Bell Helicopter Textron Inc.
210983	4/30/2014			United Arab Emirates	ON A MISSION.			37	Bell Helicopter Textron Inc.
				United Arab Emirates	ON A MISSION.			39	Bell Helicopter Textron Inc.

2014 Bell TM Asgmt Schedule

85/776711	11/12/2012	4641726	11/18/2014	United States of America	BELL	Trademark	35	Bell Helicopter Textron Inc.
85/776717	11/12/2012	4625475	10/21/2014	United States of America	BELL	Trademark	37	Bell Helicopter Textron Inc.
85/776722	11/12/2012	4625476	10/21/2014	United States of America	BELL	Trademark	42	Bell Helicopter Textron Inc.
85/776726	11/12/2012	4556721	6/24/2014	United States of America	BELL	Trademark	40	Bell Helicopter Textron Inc.

Exhibit B

RETAINED INTERESTS