

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM460480

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
SEQUENCE:	1		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bell Helicopter Textron Inc.		01/10/2018	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: 6			
Property Type	Number	Word Mark	
Registration Number:	5301788	JET RANGER X	
Registration Number:	5301789	JET RANGER X	
Registration Number:	5301790	BELL 505	
Registration Number:	5297251	CAP	
Registration Number:	5324571	CUSTOMER ADVANTAGE PLANS	
Registration Number:	5338836	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>			
Email:	agrubb@hdp.com		
Correspondent Name:	Lisabeth H. Coakley		
Address Line 1:	5445 Corporate Drive, Suite 200		
Address Line 4:	Troy, MICHIGAN 48098		
ATTORNEY DOCKET NUMBER:	31911-500132		
NAME OF SUBMITTER:	Lisabeth H. Coakley		
SIGNATURE:	/Lisabeth H. Coakley/		
DATE SIGNED:	02/01/2018		

CH \$165.00 5301788

Total Attachments: 5

source=Bell Helicopter to Bell Helicopter Rhode Island#page1.tif

source=Bell Helicopter to Bell Helicopter Rhode Island#page2.tif

source=Bell Helicopter to Bell Helicopter Rhode Island#page3.tif

source=Bell Helicopter to Bell Helicopter Rhode Island#page4.tif

source=Bell Helicopter to Bell Helicopter Rhode Island#page5.tif

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, 2017, 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.

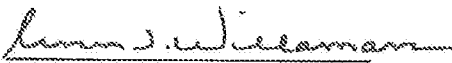
Notwithstanding anything to the contrary herein, Company retains the whole of any and whatever right, title and interest Company may have in and to: (i) the trademarks, trademark applications, trade dress, tradenames and other designations of origin listed in Exhibit B and any common-law rights relating 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 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, 2017 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 January 10, 2018.

Bell Helicopter Textron Inc.

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

Bell Helicopter Rhode Island Inc.

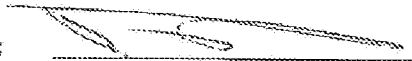
By: 
Name: James Runstadler
Title: President

Exhibit A

TRADEMARKS

2017 Bell TM Asgmt Schedule

Serial Number	Filing Date	Registration Number	Registration Date	Country	Mark	Type of Mark	IC
86/202096	2/24/2014	5301788	10/3/2017	United States of America	JET RANGER X		12
86/202129	2/24/2014	5301789	10/3/2017	United States of America	JET RANGER X (Stylized)		12
86/202147	2/24/2014	5301790	10/3/2017	United States of America	BELL 505 (Stylized)		12
86/802662	2/9/2016	5297251	9/26/2017	United States of America	CAP		37
86/802650	2/9/2016	5324571	10/31/2017	United States of America	CUSTOMER ADVANTAGE PLAN		37
87/392232	3/30/2017	5338838	11/21/2017	United States of America	BELL		12

Exhibit B

RETAINED INTERESTS