

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM506702

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|---|--|----------------------------|-----------------------|
| 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. | | 02/15/2013 | Corporation: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Textron Innovations Inc. | | |
| Street Address: | 40 Westminster Street | | |
| City: | Providence | | |
| State/Country: | RHODE ISLAND | | |
| Postal Code: | 02903 | | |
| Entity Type: | Corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 2 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4285841 | A | |
| Registration Number: | 4285842 | A AERONAUTICAL ACCESSORIES | |
| 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: | 2486411600 | | |
| 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: | 3191H-200106-US | | |
| NAME OF SUBMITTER: | Lisabeth H. Coakley | | |
| SIGNATURE: | /Lisabeth H. Coakley/ | | |
| DATE SIGNED: | 01/21/2019 | | |
| Total Attachments: 9 | | | |
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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 January 2, 2013, 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 January 2, 2013 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 February 15, 2013.

Bell Helicopter Rhode Island Inc.

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

Textron Innovations Inc.

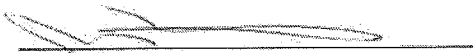
By: 
Name: James Runstadler
Title: President

Exhibit A

TRADEMARKS

Exhibit B

RETAINED INTERESTS

| Serial Number | Filing Date | Registration Number | Registration Date | Country | Mark | Type of Mark | IC | Owner |
|---------------|-------------|---------------------|-------------------|-----------|-------------------------------------|--------------|--------|------------------------------|
| 3212774 | 12/4/2012 | | | Argentina | A & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 3212775 | 12/4/2012 | | | Argentina | A AERONAUTICAL ACCESSORIES & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 1515743 | 9/21/2012 | | | Australia | ON A MISSION. | Trademark | 37, 40 | Bell Helicopter Textron Inc. |
| 1515523 | 9/20/2012 | | | Australia | BH | Trademark | 12 | Bell Helicopter Textron Inc. |
| 905657306 | 12/11/2012 | | | Brazil | A & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 905657225 | 12/11/2012 | | | Brazil | A AERONAUTICAL ACCESSORIES & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 840274530 | 9/21/2012 | | | Brazil | BH | Trademark | 12 | Bell Helicopter Textron Inc. |
| 840274505 | 9/21/2012 | | | Brazil | ON A MISSION. | Trademark | 37 | Bell Helicopter Textron Inc. |
| 840274521 | 9/21/2012 | | | Brazil | ON A MISSION. | Trademark | 40 | Bell Helicopter Textron Inc. |
| 840176252 | 6/21/2012 | | | Brazil | R & Design (Shield) | Trademark | 12 | Bell Helicopter Textron Inc. |
| 840164556 | 6/18/2012 | | | Brazil | 525 RELENTLESS | Trademark | 12 | Bell Helicopter Textron Inc. |
| 840164548 | 6/18/2012 | | | Brazil | RELENTLESS | Trademark | 12 | Bell Helicopter Textron Inc. |
| 840163410 | 6/15/2012 | | | Brazil | 525 | Trademark | 12 | Bell Helicopter Textron Inc. |
| 840157614 | 6/11/2012 | | | Brazil | 407GT | Trademark | 12 | Bell Helicopter Textron Inc. |
| 840157630 | 6/11/2012 | | | Brazil | 525SMT | Trademark | 12 | Bell Helicopter Textron Inc. |
| 840157622 | 6/11/2012 | | | Brazil | SUPER MEDIUM TRANSPORT | Trademark | 12 | Bell Helicopter Textron Inc. |
| 840156146 | 6/8/2012 | | | Brazil | SUPER MEDIUM CLASS | Trademark | 12 | Bell Helicopter Textron Inc. |
| 840155786 | 6/6/2012 | | | Brazil | SUPER MEDIUM | Trademark | 12 | Bell Helicopter Textron Inc. |
| 1605079 | 12/4/2012 | | | Canada | A & Design | Trademark | Serv | Bell Helicopter Textron Inc. |
| 1605078 | 12/4/2012 | | | Canada | A AERONAUTICAL ACCESSORIES & Design | Trademark | Serv | Bell Helicopter Textron Inc. |
| 1600448 | 10/31/2012 | | | Canada | ON A MISSION. | Trademark | Serv | Bell Helicopter Textron Inc. |
| 1595459 | 9/24/2012 | | | Canada | BH | Trademark | Wares | Bell Helicopter Textron Inc. |
| 1583274 | 6/21/2012 | | | Canada | R & Design (Shield) | Trademark | Wares | Bell Helicopter Textron Inc. |
| 1582662 | 6/19/2012 | | | Canada | RELENTLESS | Trademark | Wares | Bell Helicopter Textron Inc. |
| 1582371 | 6/15/2012 | | | Canada | 407GT | Trademark | Wares | Bell Helicopter Textron Inc. |
| 1582375 | 6/15/2012 | | | Canada | 525 | Trademark | Wares | Bell Helicopter Textron Inc. |

2012 Bell TM Asgmt Schedule

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|----------|-----------|----------|-----------|---------------------------|-------------------------------------|-----------|--------|------------------------------|
| 1582376 | 6/15/2012 | | | Canada | 525 RELENTLESS | Trademark | Wares | Bell Helicopter Textron Inc. |
| 1582373 | 6/15/2012 | | | Canada | SUPER MEDIUM TRANSPORT | Trademark | 12 | Bell Helicopter Textron Inc. |
| 1582367 | 6/15/2012 | | | Canada | 525SMT | Trademark | Wares | Bell Helicopter Textron Inc. |
| 1581375 | 6/8/2012 | | | Canada | SUPER MEDIUM | Trademark | Wares | Bell Helicopter Textron Inc. |
| 1581376 | 6/8/2012 | | | Canada | SUPER MEDIUM CLASS | Trademark | Wares | Bell Helicopter Textron Inc. |
| 1036322 | 12/3/2012 | | | Chile | A & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 1036323 | 12/3/2012 | | | Chile | A AERONAUTICAL ACCESSORIES & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 11851299 | 12/6/2012 | | | China (People's Republic) | A & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 11851300 | 12/6/2012 | | | China (People's Republic) | A AERONAUTICAL ACCESSORIES & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 11532149 | 9/24/2012 | | | China (People's Republic) | BH | Trademark | 12 | Bell Helicopter Textron Inc. |
| 11532148 | 9/24/2012 | | | China (People's Republic) | ON A MISSION. | Trademark | 37 | Bell Helicopter Textron Inc. |
| 11532147 | 9/24/2012 | | | China (People's Republic) | ON A MISSION. | Trademark | 40 | Bell Helicopter Textron Inc. |
| 11127348 | 6/27/2012 | | | China (People's Republic) | R & Design (Shield) | Trademark | 12 | Bell Helicopter Textron Inc. |
| 11099398 | 6/20/2012 | | | China (People's Republic) | 525 | Trademark | 12 | Bell Helicopter Textron Inc. |
| 11099399 | 6/20/2012 | | | China (People's Republic) | RELENTLESS | Trademark | 12 | Bell Helicopter Textron Inc. |
| 11069990 | 6/14/2012 | | | China (People's Republic) | 407GT | Trademark | 12 | Bell Helicopter Textron Inc. |
| 11069989 | 6/14/2012 | | | China (People's Republic) | 525 RELENTLESS | Trademark | 12 | Bell Helicopter Textron Inc. |
| 11069991 | 6/14/2012 | | | China (People's Republic) | 525SMT | Trademark | 12 | Bell Helicopter Textron Inc. |
| 11069992 | 6/14/2012 | | | China (People's Republic) | SUPER MEDIUM TRANSPORT | Trademark | 12 | Bell Helicopter Textron Inc. |
| 11050774 | 6/11/2012 | | | China (People's Republic) | SUPER MEDIUM | Trademark | 12 | Bell Helicopter Textron Inc. |
| 11050773 | 6/11/2012 | | | China (People's Republic) | SUPER MEDIUM CLASS | Trademark | 12 | Bell Helicopter Textron Inc. |
| 1070318 | 2/15/2011 | | | China (People's Republic) | 407GX | | 12 | Bell Helicopter Textron Inc. |
| 11399383 | 12/5/2012 | | | European Community | A & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 11399342 | 12/5/2012 | | | European Community | A AERONAUTICAL ACCESSORIES & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 11206968 | 9/21/2012 | | | European Community | ON A MISSION. | Trademark | 37, 40 | Bell Helicopter Textron Inc. |
| 11202405 | 9/20/2012 | 11202405 | 2/19/2013 | European Community | BH | Trademark | 12 | Bell Helicopter Textron Inc. |
| 10982155 | 6/21/2012 | 10982155 | 11/1/2012 | European Community | R & Design (Shield) | Trademark | 12 | Bell Helicopter Textron Inc. |

2012 Bell TM Asgmt Schedule

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| 10972586 | 6/18/2012 | 10972586 | 10/29/2012 | European Community | RELENTLESS | Trademark | 12 | Bell Helicopter Textron Inc. |
| 10969541 | 6/15/2012 | 10969541 | 10/24/2012 | European Community | 525 | Trademark | 12 | Bell Helicopter Textron Inc. |
| 10962462 | 6/13/2012 | 10962462 | 11/5/2012 | European Community | 206 | Trademark | 12 | Bell Helicopter Textron Inc. |
| 10960847 | 6/13/2012 | 10960847 | 11/28/2012 | European Community | 525 RELENTLESS | Trademark | 12 | Bell Helicopter Textron Inc. |
| 10954411 | 6/11/2012 | 10954411 | 11/5/2012 | European Community | 407GT | Trademark | 12 | Bell Helicopter Textron Inc. |
| 10954477 | 6/11/2012 | 10954477 | 10/22/2012 | European Community | 525SMT | Trademark | 12 | Bell Helicopter Textron Inc. |
| 10945616 | 6/7/2012 | 10945616 | 10/18/2012 | European Community | SUPER MEDIUM | Trademark | 12 | Bell Helicopter Textron Inc. |
| 10945533 | 6/7/2012 | 10945533 | 10/18/2012 | European Community | SUPER MEDIUM CLASS | Trademark | 12 | Bell Helicopter Textron Inc. |
| 1102487 | 11/14/2011 | 1102487 | 40920 | European Community | MXLINK | | 09, 38 | Bell Helicopter Textron Inc. |
| 1070318 | 2/15/2011 | 1070318 | 40640 | European Community | 407GX | | 12 | Bell Helicopter Textron Inc. |
| 2437719 | 12/5/2012 | | | India | A & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 2437718 | 12/5/2012 | | | India | A AERONAUTICAL ACCESSORIES & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 2401065 | 9/24/2012 | | | India | ON A MISSION. | Trademark | 37, 40 | Bell Helicopter Textron Inc. |
| 2399554 | 9/20/2012 | | | India | BELL | Trademark | 12 | Bell Helicopter Textron Inc. |
| 2399555 | 9/20/2012 | | | India | BELL (Stylized) | Trademark | 12 | Bell Helicopter Textron Inc. |
| 2399556 | 9/20/2012 | | | India | BH | Trademark | 12 | Bell Helicopter Textron Inc. |
| 2352463 | 6/22/2012 | | | India | R & Design (Shield) | Trademark | 12 | Bell Helicopter Textron Inc. |
| 2349523 | 6/18/2012 | | | India | RELENTLESS | Trademark | 12 | Bell Helicopter Textron Inc. |
| 2349012 | 6/15/2012 | | | India | 525 | Trademark | 12 | Bell Helicopter Textron Inc. |
| 2347592 | 6/13/2012 | | | India | 525 RELENTLESS | Trademark | 12 | Bell Helicopter Textron Inc. |
| 2346047 | 6/11/2012 | | | India | 407GT | Trademark | 12 | Bell Helicopter Textron Inc. |
| 2346046 | 6/11/2012 | | | India | 525SMT | Trademark | 12 | Bell Helicopter Textron Inc. |
| 2346045 | 6/11/2012 | | | India | SUPER MEDIUM TRANSPORT | Trademark | 12 | Bell Helicopter Textron Inc. |
| 2344635 | 6/7/2012 | | | India | SUPER MEDIUM | Trademark | 12 | Bell Helicopter Textron Inc. |
| 2344634 | 6/7/2012 | | | India | SUPER MEDIUM CLASS | Trademark | 12 | Bell Helicopter Textron Inc. |
| 2238810 | 11/23/2011 | | | India | MXLINK | | 09, 38 | Bell Helicopter Textron Inc. |
| 2102267 | 2/18/2011 | | | India | 407GX | | 12 | Bell Helicopter Textron Inc. |

2012 Bell TM Asgmt Schedule

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| 1102487 | 11/14/2011 | 1102487 | 40861 | Int'l Registration - Madrid Protocol Only | MXLINK | | 09, 38 | Bell Helicopter Textron Inc. |
| 1070318 | 2/15/2011 | 1070318 | 40589 | Int'l Registration - Madrid Protocol Only | 407GX | | 12 | Bell Helicopter Textron Inc. |
| 2012099263 | 12/7/2012 | | | Japan | A & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 2012099264 | 12/7/2012 | | | Japan | A AERONAUTICAL ACCESSORIES & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 201276887 | 9/24/2012 | | | Japan | BH | Trademark | 12 | Bell Helicopter Textron Inc. |
| 201276888 | 9/24/2012 | | | Japan | ON A MISSION. | Trademark | 37, 40 | Bell Helicopter Textron Inc. |
| 1325144 | 11/12/2012 | | | Mexico | BELL | Trademark | 35 | Bell Helicopter Textron Inc. |
| 1325152 | 11/12/2012 | | | Mexico | BELL | Trademark | 36 | Bell Helicopter Textron Inc. |
| 1325154 | 11/12/2012 | | | Mexico | BELL | Trademark | 37 | Bell Helicopter Textron Inc. |
| 1325160 | 11/12/2012 | | | Mexico | BELL | Trademark | 41 | Bell Helicopter Textron Inc. |
| 1325162 | 11/12/2012 | | | Mexico | BELL | Trademark | 42 | Bell Helicopter Textron Inc. |
| 1325170 | 11/12/2012 | | | Mexico | BELL (Stylized) | Trademark | 35 | Bell Helicopter Textron Inc. |
| 1311557 | 9/24/2012 | | | Mexico | BH | Trademark | 12 | Bell Helicopter Textron Inc. |
| 1311559 | 9/24/2012 | | | Mexico | ON A MISSION. | Trademark | 37 | Bell Helicopter Textron Inc. |
| 1311558 | 9/24/2012 | | | Mexico | ON A MISSION. | Trademark | 40 | Bell Helicopter Textron Inc. |
| 189485 | 12/12/2012 | | | Saudi Arabia | A & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| T1218396G | 12/5/2012 | | | Singapore | A & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| T1218400I | 12/5/2012 | | | Singapore | A AERONAUTICAL ACCESSORIES & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| T1213935F | 9/21/2012 | | | Singapore | BH | Trademark | 12 | Bell Helicopter Textron Inc. |
| T1213936D | 9/21/2012 | | | Singapore | ON A MISSION. | Trademark | 37, 40 | Bell Helicopter Textron Inc. |
| 201232904 | 12/4/2012 | | | South Africa | A & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 201232901 | 12/4/2012 | | | South Africa | A AERONAUTICAL ACCESSORIES & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 183037 | 12/6/2012 | | | United Arab Emirates | A & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 183038 | 12/6/2012 | | | United Arab Emirates | A AERONAUTICAL ACCESSORIES & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 857735200 | 9/21/2012 | | | United States of America | SUPER MEDIUM | Trademark | 37, 40 | Bell Helicopter Textron Inc. |
| 857730847 | 9/17/2012 | | | United States of America | BH | Trademark | 12 | Bell Helicopter Textron Inc. |
| 857729095 | 9/14/2012 | | | United States of America | ON A MISSION. | Trademark | 37, 40 | Bell Helicopter Textron Inc. |

2012 Bell TM Asgmt Schedule

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|-----------|-----------|---------|----------|--------------------------|-------------------------------------|-----------|----|------------------------------|
| 85/652153 | 6/14/2012 | 4285841 | 2/5/2013 | United States of America | A & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 85/652162 | 6/14/2012 | 4285842 | 2/5/2013 | United States of America | A AERONAUTICAL ACCESSORIES & Design | Trademark | 35 | Bell Helicopter Textron Inc. |
| 85/130597 | 9/15/2010 | 4112623 | 40981 | United States of America | 407GX | | 12 | Bell Helicopter Textron Inc. |