

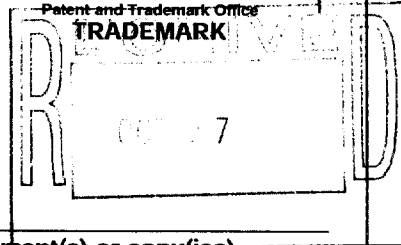
11-02-1999



101189704

U.S. Department of Commerce  
Patent and Trademark Office

TRADEMARK



**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

MRO 10/27/99

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

**Submission Type**

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

**Conveyance Type**

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment  
Effective Date  
Month Day Year
- Merger
- Change of Name
- Other

**Conveying Party**

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year  
06-29-99

Name

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

**Receiving Party**

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

- Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

11/01/1999 MTHA11 00000277 75675701

FOR OFFICE USE ONLY

01 FC:481  
02 FC:482

40.00 DP  
150.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**TRADEMARK**  
REEL: 001983 FRAME: 0414

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

<input type="text" value="75675701"/>	<input type="text" value="75492405"/>	<input type="text"/>	<input type="text" value="2193937"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75493674"/>	<input type="text" value="75512688"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75440537"/>	<input type="text" value="75539122"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

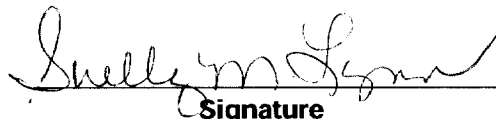
Yes

No

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Shelly M. Lynn



10-27-99

Name of Person Signing

Signature

Date Signed

## ASSIGNMENT AGREEMENT

THIS AGREEMENT, made to be effective as of June 28, 1999 (hereinafter the "Effective Date"), is made between WASHWEST, L.P., a limited partnership organized and existing under the laws of the State of Delaware, having an address of 7101 Executive Center Drive, Suite 287, Brentwood, Tennessee 37027, its subsidiaries and affiliates (hereinafter "Assignor") and WASHINGTON HOMES OF WEST VIRGINIA, INC., a corporation organized and existing under the laws of the State of West Virginia, having an address of 480 Williamsburg Pike, No. 3-200, Martinsburg, West Virginia 25401-5710, its subsidiaries and affiliates (hereinafter "Assignee");

WHEREAS, as of the Effective Date, Assignor had adopted and was using or had a bona fide intent to use the marks set forth in Schedule A hereof (hereinafter called "the Marks");

WHEREAS, as of the Effective Date, Assignor owned rights to certain copyrights in Assignor's advertising brochures, catalogues and drawings and designs of Assignor's homes (hereinafter called the "Copyrights"), certain trade dress rights in the design of Assignor's homes, brochures and/or catalogues (hereinafter called the "Trade Dress") and certain trade secrets and other proprietary information (hereinafter called the "Trade Secrets");

WHEREAS, Washington Homes, Inc. (a Maryland Corporation), Washington Homes, Inc. of Virginia (a Virginia Corporation), and Westminster Homes, Inc. (a North Carolina Corporation) have each been granted a license as of July 14, 1995 to use at least some of the Marks, Copyrights, Trade Dress and Trade Secrets (hereinafter "the July 14, 1995 licenses");

WHEREAS, Assignor granted a license as of July 1, 1997 to Westminster Homes of Tennessee, Inc. to use at least some of the Marks, Copyrights, Trade Dress and Trade Secrets (hereinafter "the July 1, 1997 license"), and Westminster Homes of Tennessee, Inc. has granted sublicenses as of July 1, 1997 (hereinafter "the July 1, 1997 sublicenses") to at least the entities listed on Schedule B;

WHEREAS, Assignee acknowledges the existence of the July 14, 1995 licenses, the July 1, 1997 license and the July 1, 1997 sublicenses and hereby confirms its approval of the July 14, 1995 licenses, the July 1, 1997 license and the July 1, 1997 sublicenses; and

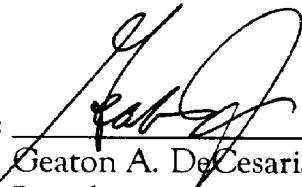
WHEREAS, Assignee desires to acquire the Marks and goodwill associated with the portion of the business to which the Marks are associated and the portion of the business associated therewith, as well as the Copyrights, Trade Dress and Trade Secrets;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign and transfer to said Assignee its entire right, title and interest in and to the Marks set forth in Schedule A hereof, together with the portion of the business associated with the Marks, any and all registrations and applications for registration of the Marks, common law rights associated with the Marks, and the goodwill of the business symbolized by the Marks, as well as any and all rights to any Copyrights, Trade Dress and Trade Secrets, the same to be held and enjoyed by said Assignee, its successors and assigns, to the full end of the terms for which any of the aforesaid Marks are registered and any renewals of the terms thereof.

ASSIGNOR:

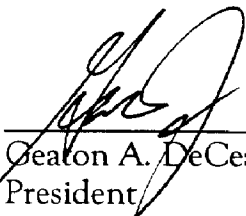
WASHWEST, L.P.,  
(Delaware limited partnership)

By: WASHINGTON HOMES  
OF TENNESSEE, INC.  
(general partner)

By:   
\_\_\_\_\_  
Geaton A. DeCesaris, Jr.  
President

ASSIGNEE:

WASHINGTON HOMES  
OF WEST VIRGINIA, INC.  
(West Virginia Corporation)

By:   
\_\_\_\_\_  
Geaton A. DeCesaris, Jr.  
President

**SCHEDULE A**

(Marks, and U.S. registrations and applications, if any)

**Mark: WH (Stylized)**

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/428991	2/5/1998	2,193,937	10/6/1998

**Mark: WASHINGTON HOMES**

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/493674	5/29/1998	N/A	N/A

**Mark: HOMEBUYER'S BILL OF RIGHTS**

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/440537	2/25/1998	N/A	N/A

**Mark: MAKING THE AMERICAN DREAM AFFORDABLE**

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/492405	5/27/1998	N/A	N/A

**Mark: WESTMINSTER HOMES**

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/512688	7/2/1998	N/A	N/A

**Mark: Miscellaneous Home Logo**

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/539122	8/19/1998	N/A	N/A

**Mark:** MONOGRAM HOMES, INC.

<u>Appl'n No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Grant Date</u>
75/675701	4/5/1999	N/A	N/A

**Mark:** HOMEOWNER'S BILL OF RIGHTS

No U.S. registration or application

**Mark:** MONOGRAM SERIES

No U.S. registration or application

SCHEDULE B

List of Sublicensees

Washington Homes Inc. of Virginia

Westminster Homes, Inc.

Westminster Homes (Charlotte), Inc.

Washington Homes, Inc.

Homebuyer's Mortgage, Inc.