

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BANK OF AMERICA, N.A.		05/12/2008	National Banking Association:
RECEIVING PARTY DATA			
Name:	Fleetwood Enterprises, Inc.		
Street Address:	3125 Myers Street, Post Office Box 7638		
City:	Riverside		
State/Country:	CALIFORNIA		
Postal Code:	92513		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	2698293	BACKSAVER	
Registration Number:	2902332	HIGHLANDER	
Registration Number:	2808818	NIAGARA	
Registration Number:	1776422	SEDONA	
Registration Number:	2051454	TAOS	
Registration Number:	2551523	TIMBERLAKE	
Registration Number:	2765150	YUMA	
CORRESPONDENCE DATA			
Fax Number:	(703)744-8001		
Phone:	703-744-8029		
Email:	kagee@pattonboggs.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Lacy Kolo		
Address Line 1:	Patton Boggs LLP, 8484 Westpark Drive		
Address Line 2:	Suite 900		

OP \$190.00 2698293

Address Line 4: McLean, VIRGINIA 22102

ATTORNEY DOCKET NUMBER: 027988.0100 (FTCA MATTER)

NAME OF SUBMITTER: Lacy Kolo

Signature: /Lacy Kolo/

Date: 02/01/2012

Total Attachments: 15

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RELEASE BY AGENT

This RELEASE BY AGENT (this "Release") is dated as of May 12, 2008 and given by Bank of America, N.A. as administrative agent and collateral agent (in such capacity, the "Agent") for the banks and other financial institutions that are parties as Lenders to the Credit Agreement referred to below (the "Lenders").

Recitals

Whereas, Fleetwood Enterprises, Inc. ("Fleetwood"), Fleetwood Holdings, Inc. and its Subsidiaries listed on the signature pages to the Credit Agreement, the Lenders, and the Agent have entered into that certain Third Amended and Restated Credit Agreement dated as of January 5, 2007, as amended by that certain First Amendment to Third Amended and Restated Credit Agreement and Consent of Guarantors dated as of May 25, 2007, that certain Second Amendment to Third Amended and Restated Credit Agreement and Consent of Guarantors dated as of September 18, 2007, that certain Third Amendment to Third Amended and Restated Credit Agreement and Consent of Guarantors dated as of January 16, 2008, that certain Fourth Amendment to Third Amended and Restated Credit Agreement and Consent of Guarantors dated as of March 5, 2008, that certain Fifth Amendment to Third Amended and Restated Credit Agreement and Consent of Guarantors dated as of April 9, 2008 and that certain Sixth Amendment to Third Amended and Restated Credit Agreement and Consent of Guarantors dated as of April 24, 2008 (as amended, amended and restated, extended, supplemented or otherwise modified from time to time, the "Credit Agreement"). Any terms defined in the Credit Agreement and not defined in this Amendment are used herein as defined in the Credit Agreement;

Whereas, the Borrowers intend to sell Fleetwood Folding Trailers, Inc. ("Folding Trailers");

Whereas, Fleetwood, the Borrowers, the Lenders and the Agent have entered into that certain Waiver and Consent of Lenders and Agent and Consent of Guarantors, dated as of April 24, 2008 (as amended, amended and restated, extended, supplemented or otherwise modified from time to time, the "Folding Trailers Waiver");

Whereas, the Lenders authorized the Agent to execute such documents and take such further action as reasonably requested by the Borrowers or determined by the Agent, in furtherance of Section 2.1 and Section 2.2 of the Folding Trailers Waiver;

Whereas, the Borrowers have requested of the Agent with respect to the sale of Folding Trailers the releases as further set forth herein;

Whereas, the Agent is willing to give the releases requested by the Loan Parties, on the terms and conditions set forth in this Release;

Now Therefore, in consideration of the premises and the mutual agreements set forth herein, the Agent agrees as follows:

1. RELEASE AND AUTHORIZATION TO FILE.

1.1 Subject to the satisfaction of the conditions set forth below under Section 2, the Agent, for and on behalf of itself and the Lenders, hereby (a) releases Folding Trailers (the "Release") from its Obligations under the Credit Agreement and the other Loan Documents (including without limitation, in connection with any sale of Folding Trailers) and from all Liens granted by Folding Trailers pursuant to the Loan Documents; (b) confirms that all Liens granted by Folding Trailers to the Agent or the Lenders shall terminate automatically without any further action; (c) authorizes Fleetwood to file any termination statements without the signature of the undersigned for all UCC financing statements covering any assets of Folding Trailers; (d) authorizes Fleetwood to file the releases with respect to Intellectual Property Collateral attached hereto as Exhibit A with the US Patent and Trademark Office; and (e) authorizes Fleetwood to file the "Satisfaction Piece" with respect to that certain real property located at 258 Beacon Street, Somerset, Pennsylvania attached hereto as Exhibit B with the Office of the Recorder of Deeds of Somerset County, Pennsylvania.

1.2 Subject to the satisfaction of the conditions set forth below under Section 2, the Agent, for and on behalf of itself and the Lenders, hereby release (a) all Liens granted by Fleetwood Holdings, Inc. in the ordinary or common Capital Stock of Folding Trailers pursuant to the Loan Documents, (b) all Liens granted by Fleetwood in the property set forth on Schedule 1 hereto that was transferred to Folding Trailers prior to the sale of Folding Trailers (all such Liens referred to in the foregoing clauses (a) and (b), the "Specified Parent Company Liens") and (c) confirms that all such Specified Parent Company Liens granted to the Agent or the Lenders shall terminate automatically without any further action.

2. CONDITIONS TO EFFECTIVENESS OF THIS RELEASE. This Release shall be effective only if the sale of Folding Trailers shall have been consummated on or prior to August 31, 2008.

3. EFFECT OF RELEASE. This Release is a Loan Document. Except as expressly waived herein, the Credit Agreement and the other Loan Documents, including the Liens granted thereunder by Fleetwood or Fleetwood Holdings, Inc., or any other Credit Party, shall remain in full force and effect.

4. APPLICABLE LAW. THE VALIDITY, INTERPRETATIONS AND ENFORCEMENT OF THIS RELEASE AND ANY DISPUTE ARISING OUT OF OR IN CONNECTION WITH THIS RELEASE, WHETHER SOUNDING IN CONTRACT, TORT, EQUITY OR OTHERWISE, SHALL BE GOVERNED BY THE INTERNAL LAWS AND DECISIONS OF THE STATE OF CALIFORNIA; PROVIDED THAT THE AGENT AND THE LENDERS SHALL RETAIN ALL RIGHTS ARISING UNDER FEDERAL LAW.

5. **NO WAIVER.** The execution, delivery and effectiveness of this Release does not constitute a waiver of any Default or Event of Default, amend or modify any provision of any Loan Document except as expressly set forth herein or constitute a course of dealing or any other basis for altering the Obligations of any Loan Party.

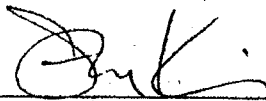
6. **CAPTIONS.** The catchlines and captions herein are intended solely for convenience of reference and shall not be used to interpret or construe the provisions hereof.

[signatures follow; remainder of page intentionally left blank]

IN WITNESS WHEREOF, each of the undersigned has duly executed this Amendment as of the date set forth above.

BANK OF AMERICA, N.A., as the Agent

By:



Name:

Stephen KING

Title:

SR. Vice President

S-1

Release

TRADEMARK
REEL: 004709 FRAME: 0006

Exhibit A

LAI855224.3

**MEMORANDUM OF
RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

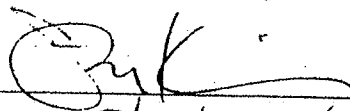
KNOW ALL MEN BY THESE PRESENTS that Bank of America, N.A., as Agent, for One Dollar and other good and valuable consideration, does hereby release and discharge the security interest in the trademarks shown in Schedule A attached hereto, and incorporated in this Release by reference, granted to it by Fleetwood Enterprises, Inc., a Delaware corporation.

This the 8th of May, 2008.

Bank of America, N.A., as Agent

By:

Name:
Title:


Stephen King
Sr. Vice President

SCHEDULE A

Trademarks of Fleetwood Enterprises, Inc.

TRADEMARK	STATUS	FILED	SERIAL NO.	REF. NO.	REG. NO.	REG. DATE
ALLEGIANCE	REGISTERED	7/23/2004	78/455664	040401/278658	2,995,202	9/13/2005
ALUMITITE	REGISTERED	5/9/2002	78/406934	040401/246602	2,789,584	12/2/2003
AMERICANA	REGISTERED	5/14/2003	78/249495	040401/262227	2,924,288	2/1/2005
ARCADIA	REGISTERED	6/19/2007	77/209879	040401/330314	3,384,660	2/19/2008
AVALON	REGISTERED	6/19/2007	77/209899	040401/330316	3,401,087	3/25/2008
BACKSAVER	REGISTERED	6/26/2000	76/076733	040401/198645	2,698,293	3/18/2003
BAYSIDE	REGISTERED	4/21/2005	78/614112	040401/289923	3,082,347	4/18/2006
CAMPER CADDIE	REGISTERED	12/22/2003	76/566637	040401/271564	2,996,481	9/20/2005
CHEYENNE	REGISTERED	6/27/2005	78/659158	040401/292002	3,200,644	1/23/2007
COBALT	OPPOSED BUT PENDING AGREEMENT WITH FIBERGLASS ENGINEERING	8/10/2005	78/689368	040401/291774	N/A	N/A
COLONIAL	REGISTERED	7/23/2004	78/455679	040401/278501	2,997,832	9/20/2005
DESTINY	REGISTERED	1/28/2005	76/629156	040401/286321	3,052,800	1/31/2006
E1	USED					
E2	USED					
E3	USED					
E4	USED					
EVOLUTION	REGISTERED	3/3/2005	78/579462	040401/285349	3,065,783	3/7/2006
GRAND TOUR	REGISTERED BY AGREEMENT WITH TBC BRANDS	1/28/2005	76/629157	040401/269570	3,221,053	3/27/2007
HIGHLANDER	REGISTERED	2/6/2003	78/211680	040401/259253	2,902,332	11/9/2004
MICROLITE	REGISTERED	2/6/2003	78/211684	040401/259255	2,935,535	3/22/2005
NEON	REGISTERED	8/10/2005	78/689391	040401/293111	3,226,803	4/10/2007
NEWPORT	REGISTERED	8/29/1983	73/441308	040401/169428	1,290,909	8/21/1984
NIAGARA	REGISTERED	3/20/2003	78/228044	040401/261003	2,808,818	1/27/2004
RESOLUTE	REGISTERED	7/23/2004	78/455654	040401/278512	2,997,830	9/20/2005
ROYALE	PENDING	3/3/2005	78/579524	040401/289107		
RUSHMORE	REGISTERED	7/23/2004	78/455677	040401/278660	3,057,257	2/7/2006
SANTA FE	REGISTERED	6/27/2005	78/659147	040401/289927	3,191,572	1/2/2007
SARATOGA	REGISTERED	6/19/2007	77/209853	040401/330317	3,384,659	2/19/2008
SCORPION	USED BY AGREEMENT WITH PIRELLI TIRES	7/7/2005	78/665481	040401/285117	N/A	N/A
SEA PINE	REGISTERED	4/21/2005	78/614120	040401/289925	3,082,348	4/18/2006
SEDONA	REGISTERED	1/29/1992	74/241231	040401/169345	1,776,422	6/15/1993
SWING LEVEL	REGISTERED	3/30/1992	74/260417	040401/169229	1,789,284	8/24/1993
TACOMA	REGISTERED	10/29/1999	75/835864	040401/191685	2,460,452	6/12/2001
TAOS	REGISTERED	6/19/1995	74/690739	040401/169230	2,051,464	4/8/1997
TIMBERLAKE	REGISTERED	5/13/1999	75/704361	040401/181775	2,551,523	3/26/2002
TUCSON	REGISTERED	6/4/2003	78/258369	040401/259252	2,928,290	2/22/2005
UTAH	USED					
VALOR	REGISTERED	7/23/2004	78/455671	040401/279016	2,997,831	9/20/2005
WESTLAKE	USED					
WILLIAMSBURG	REGISTERED	3/3/2005	78/579531	040401/289108	3,172,342	11/14/2006
YUMA	REGISTERED	9/28/2001	76/318909	040401/191671	2,765,150	9/16/2003

**MEMORANDUM OF
RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

KNOW ALL MEN BY THESE PRESENTS that Bank of America, N.A., as Agent, for One Dollar and other good and valuable consideration, does hereby release and discharge the security interest in the trademarks shown in Schedule A attached hereto, and incorporated in this Release by reference, granted to it by Fleetwood Folding Trailers, Inc.

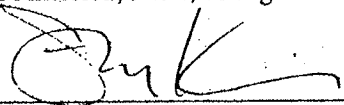
This the 8th of May, 2008.

Bank of America, N.A., as Agent

By:

Name:

Title:



Stephen King

Sr Vice President

SCHEDULE A

Trademarks of Fleetwood Folding Trailers, Inc.

TRADEMARK	STATUS	FILED	SERIAL NO.	REF NO	REG NO	REG DATE
SENECA (CANADA)	REGISTERED	11/21/1980	443,844		TMA253,004	12/22/1995
SEQUOIA	REGISTERED	2/9/1981	73/296425	040401/169431	1,216,606	11/16/1982
SUN VALLEY	REGISTERED	2/9/1981	73/296429	040401/169233	1,224,140	1/18/1983
GRAPHITE	USED					

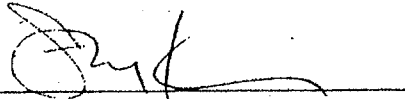
**MEMORANDUM OF
RELEASE OF SECURITY INTEREST
IN PATENT RIGHTS**

KNOW ALL MEN BY THESE PRESENTS that Bank of America, N.A., as Agent, for One Dollar and other good and valuable consideration, does hereby release and discharge the security interest in the patents shown in Schedule A attached hereto, and incorporated in this Release by reference, granted to it by Fleetwood Folding Trailers, Inc.

This the 8th day of May, 2008.

Bank of America, N.A., as Agent

By:



Name:

Stephen King

Title:

Sr. Vice President

SCHEDULE A

Patents of Fleetwood Folding Trailers, Inc.

PATENT NO.	ISSUED	PATENT NAME	SERIAL NO.	FILED	STATUS
6,135,526	10/24/2000	FOLDING STEP WITH INTEGRATED STORAGE COMPARTMENT FOR FOLDING CAMPING TRAILER	09/314250	5/18/1999	REGISTERED
6,217,106	4/17/2001	FOLDING TRAILERS WITH EXPANDABLE BED ASSEMBLY	09/407,409	9/29/1999	REGISTERED
6,203,097	3/20/2001	FOLDING TRAILER WITH BED SUPPORT MECHANISM OPERATED FROM A STANDING POSITION	09/593,873	6/14/2000	REGISTERED
6,561,570	5/13/2003	EXPANDABLE TRAVEL TRAILER	10/033,256	12/27/2001	REGISTERED
6,854,787	2/15/2005	EXPANDABLE TRAVEL TRAILER	10/435,868	5/12/2003	REGISTERED
7,032,956	4/25/2006	RECREATIONAL VEHICLE WITH STORAGE CONTAINER	10/819,699	4/7/2004	REGISTERED
7,226,115	6/5/2007	FOLDING CAMPING TRAILER WITH FLUSHABLE TOILET	11/328,652	1/10/2006	REGISTERED
		FOLDING CAMPING TRAILER WITH FLUSHABLE TOILET (Continuation)	11/803,636	5/15/2007	PENDING
		FOLDING CAMPING TRAILER WITH FLUSHABLE TOILET	2550917	6/27/2006	CANADIAN PENDING

EXHIBIT B

REDACTED

Schedule 1

LAI855224.3

TRADEMARK
REEL: 004709 FRAME: 0015

MICROLITE	REGISTERED	2/6/2003	78/211684	040401/259255	2,935,535	3/22/2005	USE 2011 - RENEW 2015
NEON	REGISTERED	8/10/2005	78/689391	40401/293111	3,226,803	4/10/2007	USE 2013 - RENEW 2017
NEWPORT	REGISTERED	8/29/1983	73/441308	040401/169428	1,290,909	8/21/1984	RENEW 2014
NIAGARA	REGISTERED	3/20/2003	78/228044	040401/261003	2,808,818	1/27/2004	USE 2010 - RENEW 2014
RESOLUTE	REGISTERED	7/23/2004	78/455654	040401/278512	2,997,830	9/20/2005	USE 2011 - RENEW 2015
ROYALE	PENDING APPLICATION	3/3/2005	78/579524	040401/289107			Pending application - Notice of Publication In 02/2008 (File use or extension by 08/2008).
RUSHMORE	REGISTERED	7/23/2004	78/455677	040401/278660	3,057,257	2/7/2006	USE 2012 - RENEW 2016
SANTA FE	REGISTERED	6/27/2005	78/659147	040401/289927	3,191,572	1/2/2007	USE 2013 - RENEW 2017
SARATOGA	REGISTERED	6/19/2007	77/209853	040401/330317	3,384,659	2/19/2008	USE 2014 - RENEW 2018
SCORPION	USED BY AGREEMENT WITH PIRELLI TIRES	7/7/2005	78/665461	040401/285117	N/A	N/A	License agreement with Pirelli Tires to use in accordance with terms and conditions for 7 years (May 2014).
SEA PINE	REGISTERED	4/21/2005	78/614120	040401/289925	3,082,348	4/18/2006	USE 2012 - RENEW 2016
SEDONA	REGISTERED	1/29/1992	74/241231	040401/169345	1,776,422	6/15/1993	RENEW 2013
SEQUOIA	REGISTERED	2/9/1981	73/296425	040401/169431	1,216,606	11/16/1982	RENEW 2012
SUN VALLEY	REGISTERED	2/9/1981	73/296429	040401/169233	1,224,140	12/7/1983	RENEW 2013
SWING LEVEL	REGISTERED	3/30/1992	74/260417	040401/169229	1,789,284	8/24/1993	RENEW 2013
TACOMA	REGISTERED	10/29/1999	75/835864	040401/191685	2,460,452	6/12/2001	RENEW 2011
TAOS	REGISTERED	6/19/1995	74/690739	040401/169230	2,051,454	4/8/1997	RENEW 2017
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VALOR	REGISTERED	7/23/2004	78/455671	040401/279016	2,997,831	9/20/2005	USE 2011 - RENEW 2015
WESTLAKE	USED						USED - NOT REGISTERED
WILLIAMSBURG	REGISTERED	3/3/2005	78/579531	040401/289108	3,172,342	11/14/2006	USE 2012 - RENEW 2016
YUMA	REGISTERED	9/28/2001	76/318909	040401/191671	2,765,150	9/16/2003	USE 2009 - RENEW 2013

TRADEMARK

REEL: 004709 FRAME: 0017