

09-29-1998



COVER SHEET ONLY

Tab settings

To the Honorable Commission

100840550

Record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Bellwether Properties of Massachusetts, Limited Partnership

- Individual(s), General Partnership, Corporation-State, Other, Association, Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment, Security Agreement, Other, Merger, Change of Name

Execution Date: September 23, 1998

2. Name and address of receiving party(ies):

Name: Bellwether Properties of Georgia, Limited Partnership

Internal Address: c/o Simon Property Group, Inc.

Street Address: 115 West Washington Street

City: Indianapolis State: TN ZIP: 46204

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,210,882

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Kim A. Walker

Internal Address: Willkie Farr & Gallagher

Street Address: 787 Seventh Avenue

City: New York State: NY ZIP: 10019-6099

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$40

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

23-2405

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Kim A. Walker Name of Person Signing

Kim A. Walker Signature

9/23/98 Date

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:

REEL: 1792 FRAME: 0820

1210882 0000118 23-2405 40.00 CH 09/28/1998 JTTOM11

**ASSIGNMENT OF TRADEMARK**

This Assignment is made as of this 23rd day of September, 1998, between Bellwether Properties of Massachusetts, Limited Partnership, a Massachusetts limited partnership, having its principal place of business at 305 East 47th Street, New York, New York 10017 ("Assignor"), and Bellwether Properties of Georgia, Limited Partnership, a Georgia limited partnership, having its principal place of business at c/o Simon Property Group, Inc., 115 West Washington Street, Indianapolis, Indiana 46204 ("Assignee").

WHEREAS, Assignor owns all right, title and interest in and to the trademark NORTHLAKE MALL and Design and Registration Number 1,210,882 therefor on the Principal Register of the United States Patent and Trademark Office (the "Mark") and wishes to assign the Mark and the goodwill associated therewith to Assignee; and


WHEREAS, Assignee is desirous of acquiring all Assignor's right, title and interest in and to the Mark and the goodwill associated therewith.

NOW THEREFORE, in consideration of the mutual conditions and agreements set forth in that certain Agreement and Plan of Merger, dated as of February 18, 1998, by and among Simon DeBartolo Group, Inc., Corporate Property Investors, and Corporate Realty Consultants, Inc., and for other good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer to Assignee all its right, title and interest in and to the Mark and the goodwill associated therewith, together with the right to recover damages and profits and all other remedies for past infringements thereof.

IN WITNESS WHEREOF, Assignor has executed this Assignment as of the date hereof.

BELLWETHER PROPERTIES OF  
MASSACHUSETTS, LIMITED PARTNERSHIP

By: CPI-Burlington Corporation,  
its general partner

By: 

Name:

Title:

STATE OF NEW YORK    )  
                                  )  
COUNTY OF NEW YORK )

On this 23 day of September, 1998, personally appeared before me Harold Colpe,  
known to me to be VP and General Counsel of CPI-Burlington Corporation, general partner of  
Bellwether Properties of Massachusetts, Limited Partnership, who acknowledged that he/she  
signed this instrument as a free act on behalf of CPI-Burlington Corporation.

Madelin Alvarado  
Notary Public

My commission expires \_\_\_\_\_

MADELINE ALVARADO  
Notary Public, State of New York  
No. 01AL5084019  
Qualified in New York County  
Commission Expires Aug. 25, 1999

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