

07-15-1999

TRAI

COVER SHEET



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To the Honorable Commissioner of Patents
Please record the attached original document.

77-99

<p>1. Name of conveying party(ies): CNL SECURITIES CORP.</p> <p>Individual(s) _____ Association _____ Partnership--Type _____ XX Corporation Florida Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes XX No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name CNL GROUP, INC. Street Address 400 East South Street, Suite 500 City Orlando State Florida Zip 32801-2878</p> <p>Individual(s) citizenship _____ Association _____ General Partnership _____ Limited Partnership _____</p> <p>XX Corporation Florida Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes XX No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes XX No</p>
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<p>3. Nature of conveyance:</p> <p>XX Assignment _____ Merger _____ Security Agreement _____ Change of Name _____ Other _____</p> <p>Execution Date May 4, 1999</p>	<p>XX Corporation Florida Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes XX No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes XX No</p>
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<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p>Additional numbers attached: <input type="checkbox"/> Yes XX No</p>	<p>B. Trademark Registration No.(s)</p> <p>Registration No. 1,478,007 (CNL) Registration No. 1,964,157 (CNL AMERICAN PROPERTIES FUND, INC.)</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name Kathy J. McKnight, Esq. Internal Address Shaw Pittman Street Address 2300 N Street, N.W. City Washington State D.C. Zip 20037-1128</p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fees (37 CFR 3.41): \$65.00 XX Enclosed Authorized to be charged to deposit account _____</p> <p>8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)</p>
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07/14/1999 MTHA11 00000239 1478007
01 FC:481 40.00 OP
02 FC:482 25.00 OP

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.

Kathy J. McKnight
Name of Person Signing

Kathy J. McKnight
Signature

July 6, 1999
Date

Total number of pages including cover sheet, attachments, and document: **2**

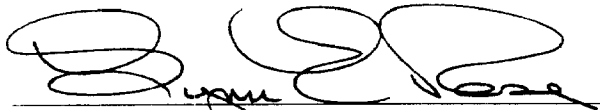
ASSIGNMENT

WHEREAS, CNL SECURITIES CORP. (formerly known as CNL Investment Company), a Florida corporation, having an address of 400 E. South Street, Suite 500, Orlando, Florida 32801-2878 (hereinafter "ASSIGNOR") adopted, used and is using, the service marks CNL and CNL AMERICAN PROPERTIES FUND, INC. for providing financial services and real estate investment trust services, and is the record owner of United States Service Mark Registration Nos. 1,478,007 and 1,964,157, respectively, of said marks for said services;

WHEREAS, CNL GROUP, INC., a Florida corporation, having an address of 400 E. South Street, Suite 500, Orlando, Florida 32801-2878 (hereinafter "ASSIGNEE") is desirous of acquiring all rights, title and interest in and to the service marks CNL and CNL AMERICAN PROPERTIES FUND, INC., the goodwill symbolized thereby, and the aforesaid United States Service Mark registrations of said marks.

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby mutually acknowledged, ASSIGNOR hereby sells, assigns, transfers and conveys to ASSIGNEE all rights, title and interest in and to the service marks CNL and CNL AMERICAN PROPERTIES FUND, INC., the goodwill symbolized thereby, and Service Mark Registration Nos. 1,478,007 and 1,964,157, respectively.

CNL SECURITIES CORP.

By: 
Lynn E. Rose
Secretary

STATE OF FLORIDA)
 : ss:-
COUNTY OF ORANGE)

Subscribed and sworn to before me this 4th day of May, 1999.


Notary Public

S E A L

My commission expires:  Linda A Scarcell
My Commission CC81787e
Expires April 25, 2003