08-30-200	
Form PTO-1594 8-3-60	SHEET U.S. Department of Commerce Patent and Trademark Office
To the Honorable Commissioner of Pa 101446396	tached original documents or copy thereof
1. Name of conveying party(ies):	2. Name and address of receiving party(ies):
COHEN ENTERPRISES, LLC, an Arizona limited liability company	Name: ZC INVESTMENTS, LLC an Arizona limited liability company
Additional name(s) of conveying party(ies) attached? □ Yes X No	Internal Address: 8600 East Rockcliff Road Tucson, Arizona 85750
3. Nature of conveyance:	Street Address: Same
X Assignment □ Merger □ Security Agreement □ Change of Name □ Other	City:State:Zip:
	Additional name(s) & address(es) attached? □ Yes X No
Execution Date: June 27, 1997	
4. A. Application number(s):	B. Registration No(s).
	Registration No. 1,896,562, registered 5/30/95 for the mark "ELDERCAMP" in Classes 41 and 42 Docket No. 2395-SM-57
Additional numbers attached? □ Yes X No	
5. Name and address of party to whom correspondence concerning document should be mailed:	6. Total number of applications and registrations involved:
Name: C. Robert von Hellens	One
Internal Address: 2141 East Highland Avenue, Suite 155 Phoenix, Arizona 85016	7. Total Fee (37 CFR 3.41) \$40.00 X Enclosed Authorized to be charged to deposit account
Street Address: Same	8. Deposit account number: 03-0088 (Charge deposit account if any deficiencies in enclosed fee)
	(Attach duplicate copy of this page if paying by deposit

40. 40.

DO NOT USE THIS SPACE

9.	Statement	and	signature.
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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.

C. Robert von Hellens Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: __5_

ASSIGNMENT AND ASSUMPTION

OF TRADENAMES, TRADEMARKS AND COPYRIGHTS

For good and valuable consideration, the receipt of which is hereby acknowledged, Cohen Enterprises, LLC, an Arizona limited liability company ("Assignor"), hereby irrevocably sells, transfers, assigns and conveys to ZC Investments, LLC, an Arizona limited liability company("Assignee") all of Assignor's right, title and interest in and to the tradenames, trademarks and copyrights described on the attached Exhibit A. together with all of the goodwill arising out of or relating to such tradenames, trademarks and copyrights.

This Assignment is made pursuant to the Operating Agreement of ZC Investments, LLC.

IN WITNESS WHEREOF, the Assignor has executed this Assignment as of June 27, 1997.

ASSIGNOR:

COHEN ENTERPRISES, LLC, an Arizona limited liability company

By: JC Management, Inc., an Arizona corporation, Manager

Jerrold Cohen, President

STATE OF ARIZONA) ss. COUNTY OF PIMA)

ACKNOWLEDGED before me this 27th day of June, 1997 by Jerrold Cohen, President of JC Management, Inc.

Notary Seal

Notary Public

MARK DEFINITION	CLASS	COUNTRY	REGISTRATION#
CANYON RANCH MENUS AND RECIPES		U.S.	TX 1-538-500
CANYON RANCH FITNESS IS FUN - MINI-MAXI POWER	: :	U.S.	PA 224-557
CANYON RANCH FITNESS IS FUN - STRETCH AND FLEX		U.S.	PA 224-556
LOGO - CR	41, 42	U.S.	1,322,598
"THE SPA FOR ALL REASONS"	4 2	U.S.	1,339,667
CANYON RANCH	41, 42	U.S.	1,350,012
"LIFE-SHARE"	36	U.S.	1,434,192
CANYON RANCH	5	U.S.	1,411,031
CANYON RANCH	30	U.S.	1,422,145
CANYON RANCH	16	U.S.	1,402,143
CANYON RANCH	9	U.S.	1,404,734
CANYON RANCH	42	U.S.	1,409,026
CANYON RANCH	25	U.S.	1,594,300
CANYON RANCH	25	CANADA	406,088-669,991
LOGO - CR	5	U.S.	1,406,432
LOGO - CR	30	U.S.	1,406,977
LOGO - CR	16	U.S.	1,402,149
LOGO - CR	42	U.S.	1,411,791
LOGO - CR	9	U.S.	1,407,470
LOGO - CR	25	U.S.	1,406,846
"THE POTENTIAL FOR A LIFE CHANGE" STUDY		U.S.	TXU 264-310
"CANYON RANCH IN THE BERKSHIRES"	41	STATE - MA	42,691
"CANYON RANCH IN THE BERKSHIRES"	42	STATE - MA	
CANYON RANCH IN THE BERNSHIRES	39	U.S.	42,692
	39	U.S.	1,598,938
LOGO - CR		U.S.	1,590,188
CANYON RANCH LOGO - CR	3	;∪.s. ∃U.s.	1,635,213
CANYON RANCH	35, 42	U.S.	1,572,753 1,608,449
LOGO - CR	35, 42	U.S.	valanda analanda and and analanda analan
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CANYON RANCH	18	U.S.	1,560,924
LOGO - SAGUARO AND TREE	3	U.S.	1,641,007
"CANYON RANCH IN THE BERKSHIRES"	41, 42	U.S.	1,642,345
"SPECIAL PERSONAL ADVENTURE"	41, 42	U.S.	1,649,756
CANYON RANCH	36, 37	U.S.	1,989,399
CANYON RANCH	35	MEXICO	446,797
CANYON RANCH	41	MEXICO	446,798
CANYON RANCH	42	MEXICO	446,799
"RESORT TO HEALTH"	35, 42	U.S.	1,941,460
"LIFE ENHANCEMENT CENTER"	41, 42	U.S.	2,066,095
"LIFE ENHANCEMENT PROGRAM"	41, 42	U,S.	2,066,096
"ELDERCAMP"	41, 42	U.S.	1,896,562
CANYON RANCH & LOGO	25	INDONESIA	403,385
CANYON RANCH & LOGO		INDONESIA	364,845
CANYON RANCH & LOGO	42	INDONESIA	359,979
CANYON RANCH	41	HONG KONG	11238/97
CANYON RANCH	42	HONG KONG	10690/98
CANYON RANCH	41	SINGAPORE	
CANYON RANCH	42	SINGAPORE	
CANYON RANCH	35	SINGAPORE	
CANYON RANCH	41	TAIWAN	00087158
CANYON RANCH	42	TAIWAN	00087982
CANYON RANCH	35	TAIWAN	00097353

CANYON RANCH	MARK DEFINITION	CLASS	COUNTRY	REGISTRATION#
CANYON RANCH	CANYON RANCH	41.	CHINA	
CANYON RANCH	CANYON RANCH	42	CHINA	1,019,895
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	CANYON RANCH	42	CTM EUROPEAN COMMUNITY	:
CANYON RANCH 42 JAPAN 3136500	CANYON RANCH	25	JAPAN	3034507
	CANYON RANCH	42	JAPAN	3136500

MARK DEFINITION	CLASS	COUNTRY	REGISTRATION#
LOGO - CR	16.	JAPAN	3067774
LOGO - CR	25	JAPAN	3089470
LOGO - CR	29	JAPAN	3070688
LOGO - CR	42	JAPAN	3070689
CANYON RANCH	35	ISRAEL	106,092
CANYON RANCH	41	ISRAEL	106,093
CANYON RANCH	42	ISRAEL	106,094
CANYON RANCH	35	PHILIPPINES	
CANYON RANCH	41	PHILIPPINES	
CANYON RANCH	42	PHILIPPINES	
CANYON RANCH	35 (LOCAL 112)	SOUTH KOREA	44,938
CANYON RANCH	41 (LOCAL 112)	SOUTH KOREA	44,938
CANYON RANCH	42 (LOCAL 112)	SOUTH KOREA	44,938
SHE MUST HAVE BEEN TO CANYON RANCH	41, 42	U.S.	2,107,300
HE MUST HAVE BEEN TO CANYON RANCH	41, 42	U.S.	2,107,322
THEY MUST HAVE BEEN TO CANYON RANCH	41, 42	U.S.	2,107,301

RECORDED: 08/03/2000