

09-22-2000



101465868

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Submission Type

- New 9.1.00
- 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
- Merger Effective Date
Month Day Year
07 29 00
- Change of Name
- Other Certificate of Conversion

Conveying Party

Mark if additional names of conveying parties attached

Name Island Boulevard Holdings, Inc. Execution Date
Month Day Year
07 28 00

Formerly

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

Receiving Party

Mark if additional names of receiving parties attached

Name Island Boulevard Holdings, LLC

DBA/AKA/TA

Composed of

Address (line 1) 7900 Island Boulevard

Address (line 2)

Address (line 3) Aventura Florida 33160

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 Limited Liability Company
- Citizenship/State of Incorporation/Organization Delaware

09/21/2000 DNGUYEN 00000294/75580458

FOR OFFICE USE ONLY

01 FC:481 40.00 OP

02 FC:482 200.00 OP

03 FC:998 25.00 OP

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: 002143 FRAME: 0501

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="75550458"/>	<input type="text" value="76080739"/>	<input type="text" value="76081309"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1469994"/>	<input type="text" value="1469995"/>	<input type="text" value="1471018"/>
<input type="text" value="1480119"/>	<input type="text" value="1718759"/>	<input type="text" value="1790654"/>
<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.

Karl M. Zielaznicki

August 30, 2000

Name of Person Signing

Signature

Date Signed

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "ISLAND BOULEVARD HOLDINGS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "ISLAND BOULEVARD HOLDINGS, INC." TO "ISLAND BOULEVARD HOLDINGS, LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF JULY, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-NINTH DAY OF JULY, A.D. 2000.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2367501 8100V

001383106

AUTHENTICATION: 0589285

DATE: 07-28-00

TRADEMARK
REEL: 002143 FRAME: 0503

CERTIFICATE OF CONVERSION

OF

ISLAND BOULEVARD HOLDINGS, INC.
(a Delaware corporation)

It is hereby certified that:

1. The name of the corporation (the "Corporation") is Island Boulevard Holdings, Inc. The name under which the Corporation was originally incorporated is 2000 Island Blvd Holdings, Inc.
2. The date of filing of the original certificate of incorporation of the Corporation with the Secretary of State of the State of Delaware is January 10, 1994.
3. The name of the limited liability company into which the Corporation shall be converted is Island Boulevard Holdings, LLC.
4. The conversion herein certified has been approved in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware.

This conversion shall become effective as of the close of business on July 29, 2000.

Executed on July 28, 2000.



James M. Lieb
Executive Vice President

SCHEDULE A

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
Williams Island	1,469,994	December 22, 1987
Williams Island The Florida Riviera	1,469,995	December 22, 1987
Williams Island	1,471,018	December 29, 1987
Williams Island The Florida Riviera	1,480,119	March 8, 1988
Ultra	1,718,759	September 22, 1992
Williams Island Realty	1,790,654	August 31, 1993

<u>Mark</u>	<u>Serial Number</u>	<u>Filing Date</u>
Ultra	75/550,458	September 9, 1998
Acqualina Logo	76/080,739	June 29, 2000
Acqualina Ocean Residences And Resort	76/081,309	June 29, 2000