

02-19-2002

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)



T U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Clwb Corp Realty, Inc.
2-1-02

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

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

3. Nature of conveyance:

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

Execution Date: _____

2. Name and address of receiving party(ies)

Name: The Pinchurst Company
Internal Address: Suite 700

Street Address: 3030 UBS Freeway
City: Dallas State: Tx Zip: 75234

- 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

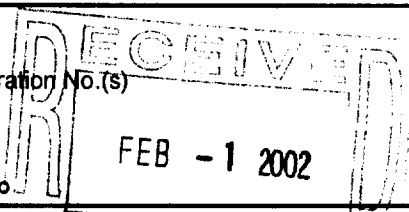
4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

751309, 754
751809, 755

Additional number(s) attached Yes No

B. Trademark Registration No.(s)



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

Name: Stephen M. Trattner
Internal Address: Trattner and Associates

6. Total number of applications and registrations involved: _____

2

7. Total fee (37 CFR 3.41).....\$ 65

- Enclosed
- Authorized to be charged to deposit account

02/15/2002 TDIAZ1 00000149 75809754

01 FC:461 40.00 DP
02 FC:462 25.00 DP

Street Address: 1823 Jefferson Pl. N.W.

City: Washington State: DC Zip: 20036

8. Deposit account number: _____

(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.

Stephen Trattner
Name of Person Signing

[Signature]
Signature

1/15/02
Date

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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F. 0629004

FILED # C753-86

APR 05 2001

IN THE OFFICE OF
Don Hill
DEAN HILL, SECRETARY OF STATE

ARTICLES OF MERGER
OF
CLUBCORP REALTY, INC.
AND
CLUBCORP RESORTS, INC.

To the Secretary of State
State of Nevada

Pursuant to the provisions of Chapter 92A, Nevada Revised Statutes, the constituent domestic corporations herein named do hereby submit the following Articles of Merger.

1. Annexed hereto and made a part hereof is the Plan of Merger for merging ClubCorp Realty, Inc., a business corporation organized under the laws of the State of Nevada, with and into ClubCorp Resorts, Inc., a business corporation organized under the laws of the State of Nevada. The said Plan of Merger has been adopted by the Board of Directors of ClubCorp Realty, Inc. and by the Board of Directors of ClubCorp Resorts, Inc..
2. The said Plan of Merger was approved by the unanimous written consent of the stockholders of ClubCorp Realty, Inc. pursuant to the provisions of Chapter 92A, Nevada Revised Statutes.
3. The said Plan of Merger was approved by the unanimous written consent of the stockholders of ClubCorp Resorts, Inc. pursuant to the provisions of Chapter 92A, Nevada Revised Statutes.
4. No amendments to the Articles of Incorporation of ClubCorp Resorts, Inc. are effected by the merger herein provided for.

The merger herein provided for shall become effective on April 2, 2001

Signed on _____, 2001.

CLUBCORP REALTY, INC.

By: *George Blasko*
George Blasko, Vice President

By: *Thomas T. Henslee*
Thomas T. Henslee, Secretary

CLUBCORP RESORTS, INC.

By: *Patrick A. Corso*
Patrick A. Corso, President

By: *Thomas T. Henslee*
Thomas T. Henslee, Secretary

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**ARTICLES OF MERGER
OF
CLUBCORP RESORTS, INC.
AND
THE PINEHURST COMPANY**

FILED # C753-86

APR 10 2001

IN THE OFFICE OF

DEAN HELLER, SECRETARY OF STATE

To the Secretary of State
State of Nevada

Pursuant to the provisions of Chapter 92A, Nevada Revised Statutes, the foreign corporation and the domestic corporation herein named do hereby submit the following Articles of Merger.

1. Annexed hereto and made a part hereof is the Plan of Merger for merging ClubCorp Resorts, Inc., a business corporation organized and existing under the laws of the State of Nevada, with and into The Pinehurst Company, a business corporation organized and existing under the laws of the State of Delaware. The said Plan of Merger has been adopted by the Board of Directors of ClubCorp Resorts, Inc. and by the Board of Directors of The Pinehurst Company.

2. The said Plan of Merger was approved by the unanimous written consent of the stockholders of ClubCorp Resorts, Inc. pursuant to the provisions of Chapter 92A, Nevada Revised Statutes.

3. The merger of ClubCorp Resorts, Inc. with and into The Pinehurst Company is permitted by the laws of the jurisdiction of organization of The Pinehurst Company and has been authorized in compliance with said laws, by which The Pinehurst Company is governed.

4. The said Plan of Merger was submitted to the stockholders of The Pinehurst Company pursuant to the provisions of the laws of its jurisdiction of organization, and the manner of approval thereof by said stockholders was as follows:

i) The designation, the number of outstanding shares, and the number of votes entitled to be cast by each class entitled to vote on the said Plan of Merger are as follows:

- (a) Designation of class: Common
- (b) Number of outstanding shares of class: 1,000
- (c) Number of votes of class entitled to be cast: 1,000

ii) The total number of undisputed votes cast for the merger herein provided for by each class entitled to vote on the said Plan of Merger is as follows:

- (a) Designation of class: Common
- (b) Number of undisputed votes of class cast for Plan of Merger: 1,000

ii) The said number of votes cast for the said Plan of Merger was sufficient for the approval thereof by the said class.

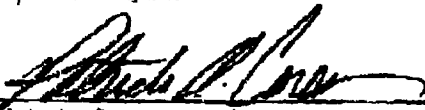
5. No amendments to the Article of Incorporation of The Pinehurst Company are effected by the merger herein provided for.

6. The specified address of The Pinehurst Company where copies of process may be sent by the Secretary of State of the State of Nevada, served pursuant to the provisions of Section 78.461, Nevada Revised Statutes, in a proceeding to enforce any obligation or the rights of dissenting shareholders of ClubCorp Resorts, Inc., unless The Pinehurst Company has designated in writing to the Secretary of State of the State of Nevada a different address for that purpose, is: 3030 LBJ FREEWAY, SUITE 700 DALLAS, TX 75234

7. The merger herein provided for shall become effective in the State of Nevada on April 2, 2001.

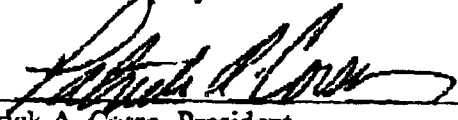
Signed on March 27, 2001.

ClubCorp Resorts, Inc.

By: 
Patrick A. Corso, President

By: 
Thomas T. Henslee, Secretary

The Pinehurst Company

By: 
Patrick A. Corso, President

By: 
Thomas T. Henslee, Secretary

WACC-USA100.CORPORAT (2)FORMS\Nevadastate merger-forms\gndol
April 2, 2001

PLAN OF MERGER

This Plan Of Merger adopted for ClubCorp Resorts, Inc., a business corporation organized under the laws of the State of Nevada, by resolution of its Board of Directors on April 2, 2001, and adopted for The Pinehurst Company, a business corporation organized under the laws of the State of Delaware, by resolution of its Board of Directors on April 2, 2001. The names of the corporation planning to merge are ClubCorp Resorts, Inc., a business corporation organized under the laws of the State of Nevada, and The Pinehurst Company, a business corporation organized under the laws of the State of Delaware. The name of the surviving corporation into which ClubCorp Resorts, Inc. plans to merge is The Pinehurst Company.

1. The address of ClubCorp Resorts, Inc. is 3030 LBJ Freeway, Dallas, Texas 75234, its place of organization is the State of Nevada, and its governing law is the Nevada Revised Statutes. The address of The Pinehurst Company is 3030 LBJ Freeway, Dallas, Texas 75234, its place of organization is the State of Delaware, and its governing law is the Delaware General Corporation Law.

2. ClubCorp Resorts, Inc. and The Pinehurst Company shall, pursuant to the provisions of the Nevada Revised Statutes and the provisions of laws of the jurisdiction of organization of The Pinehurst Company, be merged with and into a single corporation, to wit, The Pinehurst Company, which shall be the surviving corporation when the merger becomes effective and which is sometimes hereinafter referred to as the "surviving corporation," and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the laws of its jurisdiction of organization. The separate existence of ClubCorp Resorts, Inc., which is sometimes hereinafter referred to as the "non-surviving corporation," shall cease when the merger becomes effective in accordance with the laws of the jurisdiction of its organization.

3. The Certificate of Incorporation of the surviving corporation when the merger becomes effective shall be the Certificate of Incorporation of said surviving corporation and said Certificate of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the laws of its jurisdiction of organization.

4. The present bylaws of the surviving corporation will be the bylaws of said surviving corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the laws of its jurisdiction of organization.

5. The directors and officers in office of the surviving corporation when the merger becomes effective shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold office until their respective successors are elected or appointed and qualified or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

6. Each issued share of stock of the non-surviving corporation when the merger becomes effective shall be converted into shares of stock of the surviving corporation. The issued shares of stock of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued when the merger becomes effective shall continue to represent one issued share of stock of the surviving corporation.

7. The merger of the non-surviving corporation with and into the surviving corporation shall be authorized in the manner prescribed by the Nevada Revised Statutes and by the laws of the jurisdiction of organization of the surviving corporation, and the Plan of Merger herein made and approved shall be submitted to the stockholders of the non-surviving corporation for their approval or rejection in the manner prescribed by the provisions of the Nevada Revised Statutes.

8. In the event that the merger of the non-surviving corporation with and into the surviving corporation shall have been duly authorized in compliance with the Nevada Revised Statutes, and in the event that the Plan of Merger shall have been approved by the stockholders entitled to vote on the surviving corporation in the manner prescribed by the laws of the jurisdiction of its organization, the non-surviving corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Nevada and of the State of Delaware, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

9. The Board of Directors and the proper officers of the non-surviving corporation and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger of the merger herein provided for.

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April 2, 2001

STATE OF NEVADA
Secretary of State
I hereby certify that this is a true and complete copy of the document as filed in this office.

APR 11 2001

Dean Heller

Dean Heller

By

M.A. Cassidy

TRADEMARK

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