

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings ⇌ ⇌ ⇌	RECORDATION FORM COVER SHEET TRADEMARKS ONLY	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): Resort Condominiums International Acquisition Corporation <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State Delaware <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) Resort Condominiums International, LLC Name: _____ Internal Address: <u>Vacation Plaza</u> Street Address: <u>9998 N. Michigan Road</u> City: <u>Carmel</u> State: <u>Indiana</u> Zip: <u>46032</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other <u>Limited Liability Company</u> <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>	
3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>July 14, 1997</u>	4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) <u>2518915</u> Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Stacy Lyons</u> <u>Senior Legal Assistant</u> Internal Address: _____ <u>ARENT FOX KINTNER PLOTKIN & KAHN, PLLC</u> Street Address: _____ <u>1050 Connecticut Avenue, NW</u> City: <u>Washington</u> State: <u>DC</u> Zip: <u>20036</u>	6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41):\$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>01-2300</u> <small>(Attach duplicate copy of this page if paying by deposit account)</small>	
DO NOT USE THIS SPACE		
9. Statement and signature. <i>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.</i> <u>Stacy Lyons</u> <u>Stacy Lyons</u> <u>5-28-02</u> Name of Person Signing Signature Date <div style="text-align: right; margin-right: 100px;"> 3 </div>		

Total number of pages including cover sheet, attachments, and document: 3
 Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

07-22/97 DELAWARE 15:48
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:01 PM 07/22/1997
971243393 - 2772961

SKADDEN ARPS DE → DEL-DIV-JF-CORPS-4

NO. 616 004

**CERTIFICATE OF MERGER
OF
RESORT CONDOMINIUMS INTERNATIONAL
ACQUISITION CORPORATION
INTO
RESORT CONDOMINIUMS INTERNATIONAL, LLC**

Pursuant to Section 18-209 of the
Delaware Limited Liability Company Act and
Section 264 of the General Corporation Law of the State of Delaware

Resort Condominiums International, LLC, a Delaware limited liability
company (the "Company"), does hereby certify:

FIRST: The names and states of formation of each business entity of this
merger are as follows:

Resort Condominiums International, LLC - Delaware
Resort Condominiums International Acquisition Corporation - Delaware

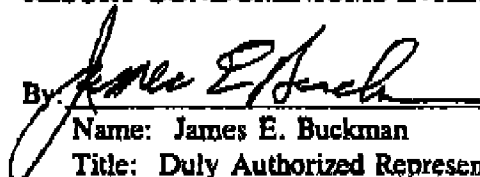
SECOND: An Agreement of Merger has been approved, adopted, certi-
fied, executed and acknowledged by (i) the members of the Company owning
100% of the interests therein and (ii) the Board of Directors and the holders of all
of the outstanding stock of Resort Condominiums International Acquisition
Corporation ("RCI").

THIRD: The name of the limited liability company surviving the merger
is Resort Condominiums International, LLC.

FOURTH: The executed Agreement of Merger is on file at the principal
place of business of the Company, 3502 Woodview Trace, Indianapolis, IN
46268. A copy will be provided, upon request and without cost, to any member
of the Company or stockholder of RCI.

IN WITNESS WHEREOF, the Company has caused this Certificate of
Merger to be executed in its corporate name this 14th day of July, 1997.

RESORT CONDOMINIUMS INTERNATIONAL, LLC

By 
Name: James E. Buckman
Title: Duly Authorized Representative

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"RESORT CONDOMINIUMS INTERNATIONAL ACQUISITION CORPORATION",
A DELAWARE CORPORATION,

WITH AND INTO "RESORT CONDOMINIUMS INTERNATIONAL, LLC" UNDER THE NAME OF "RESORT CONDOMINIUMS INTERNATIONAL, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF JULY, A.D. 1997, AT 3:01 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.

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07-22-97

RECORDED: 05/28/2002

TRADEMARK
REEL: 002474 FRAME: 0796