

07-09-2002

Attorney Docket No. 18232-000100, 000400

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

Rec



102148609

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

Tab settings

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

1. Name of conveying party(ies):  
Intrawest/Mammoth Corporation

7-2-02

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State California  
 Other \_\_\_\_\_

Additional name(s) of conveying parties attached?  Yes  No

3. Nature of conveyance:  
 Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other \_\_\_\_\_

Execution Date: Effective August 16, 1999

2. Name and address of receiving party(ies)  
 Name: Intrawest California Holdings, Inc.  
 Internal Address: \_\_\_\_\_  
 Street Address: 587 Old Mammoth Road  
 City: Mammoth Lakes State: CA ZIP: 93546

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State: California  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designation 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):  
75/367,557 PROJECT SIERRA

B. Trademark Registration No(s):  
2,540,736 SIERRA STAR

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Roger T. Barrett  
TOWNSEND AND TOWNSEND AND CREW LLP  
Two Embarcadero Center, 8<sup>th</sup> Floor  
San Francisco, California 94111-3834  
(415) 576-0200

07/08/2002 6TON11 00000262 201430 75367557

01 FC:481 40.00 CH  
 02 FC:482 25.00 CH

6. Total number of applications and registrations involved ..... 2

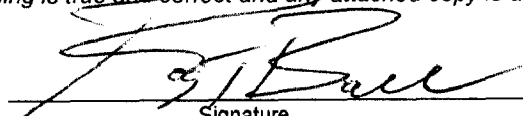
7. Total fee (37 CFR 3.41): ..... \$65.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: 20-1430

(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 is true and correct and any attached copy is a true copy of the original document.*

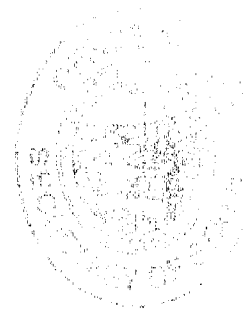
Roger T. Barrett                                                            6-25-02  
 Name of Person Signing                              Signature                              Date

Total number of pages including cover sheet, attachments and document: 4

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

TRADEMARK  
 REEL: 002539 FRAME: 0739

# State of California



415  
D

## SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this day of

NOV 02 2001



*Bill Jones*

Secretary of State

D0626585

FILED

In the office of the Secretary of State  
of the State of California

1773712 out

CERTIFICATE OF OWNERSHIP  
OF  
INTRAWEST CALIFORNIA HOLDINGS, INC.

AUG 03 2000

Bill Jones  
CLERK SECRETARY OF STATE

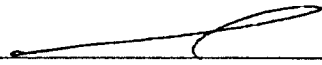
Gary L. Raymond and Ross J. Meacher certify that:

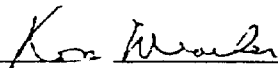
1. We are the President and Secretary, respectively, of Intrawest California Holdings, Inc., a California corporation (the "Corporation").
2. The Corporation owns all of the outstanding shares of Intrawest/Mammoth Corporation, a California corporation.
3. The board of directors of the Corporation duly adopted the following resolution:

RESOLVED, that the Corporation merge Intrawest/Mammoth Corporation, its wholly-owned subsidiary corporation, into itself and assume all its obligations pursuant to Section 1110, California Corporations Code.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: August 16, 1999.

  
\_\_\_\_\_  
Gary L. Raymond, President

  
\_\_\_\_\_  
Ross J. Meacher, Secretary



STATE OF CALIFORNIA  
 FRANCHISE TAX BOARD  
 PO BOX 1468  
 SACRAMENTO CA 95812-1468

# TAX CLEARANCE CERTIFICATE

EXPIRATION DATE: October 13, 2000

July 12, 2000

DAVID D KLEINKOPF  
 1050 17TH S STE 1500  
 DENVER CO 80265

ISSUED TO : INTRAWEST/MAMMOTH CORPORATION  
 ENTITY ID : 1773712

This is to certify that all taxes imposed under the Bank and Corporation Tax Law on this corporation have been paid, assumed, or are secured by other means.

If a final return has not been filed, one should be filed within two months and 15 days after the close of the month in which the dissolution or withdrawal takes place. If the corporation was inactive, a statement to that effect should be attached to the tax forms. All returns remain subject to audit until the expiration of the normal statutory period. Failure to file required returns may result in additional assessments.

A copy of this Tax Clearance Certificate has been sent to the Office of the Secretary of State. This original Tax Clearance Certificate may be retained in the files of the corporation.

By the Expiration Date noted above, this corporation must have filed the documents required by the Secretary of State to dissolve, withdraw or merge. Requests for the appropriate documents must be directed to: Office of the Secretary of State at 1500 11th Street, 3rd Floor, Sacramento CA. 95814, or by telephone, (916) 657-5448.

NOTE: If the required documents are not filed with the Secretary of State prior to the Expiration Date noted above, the corporation will remain subject to the filing requirements of the Bank and Corporation Tax Law.

By H. Hermansen  
 Tax Clearance Unit  
 Special Audit Section  
 Telephone (916) 845-4124



COPY

FTB 2570 MEMORANDUM 5/1998

TRADEMARK

RECORDED: 07/02/2002

REEL: 002539 FRAME: 0742