



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

102240054 TRADEMARKS ONLY

ET 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):

Del Webb Communities, Inc.

- 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: September 5, 2002

2. Name and address of receiving party(ies)

Name: Troon Revere Holdings, L.L.C.

Internal Address: 15044 N. Scottsdale Road

Suite 300

Street Address:

City: Scottsdale State: AZ Zip: 85254

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,354,121

2,335,939

Additional number(s) attached Yes No

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

Name: Kathy Wong

Internal Address:

Street Address: 15044 N. Scottsdale Road

Suite 300

City: Scottsdale State: AZ Zip: 85254

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41):

- Enclosed, Authorized to be charged to deposit account

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.

KATHY WONG

Name of Person Signing

Kathy Wong Signature

9/5/02

Date

3

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

10/03/2002 LMIJELLER 00000015 2354121

01 FC:481 02 FC:482

40.00 OP 25.00 OP

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

Refund Ref: 10/03/2002 LMIJELLER 0000121481

CHECK Refund Total: \$15.00

ASSIGNMENT OF RIGHTS (INTANGIBLE PROPERTY)
(Trademarks)

THIS ASSIGNMENT OF RIGHTS ("Assignment") is made effective as of this 4th day of September, 2002, by and between DEL WEBB COMMUNITIES, INC., an Arizona corporation ("Assignor"), and TROON REVERE HOLDINGS, L.L.C., a Delaware limited liability company ("Assignee").

Recitals

A. Assignor has agreed to sell and Assignee has agreed to buy that certain real property, together with the improvements located thereon, known as the Lexington and Concord golf courses, located at Sun City Anthem in Henderson, Clark County, Nevada (the "Golf Courses"), pursuant to that certain Purchase and Sale Agreement, dated as of July 25, 2002 (the "Purchase Agreement"), between Assignor and Assignee.

B. In connection with the sale of the Golf Courses to Assignee, Assignor wishes to assign to Assignee, and Assignee wishes to accept such assignment from Assignor, all of Assignor's right, title and interest, if any, in and to the Intangible Property (as defined in the Purchase Agreement).

Agreement

NOW, THEREFORE, in consideration of the foregoing, the mutual conditions, covenants and promises contained herein and other valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee agree as follows:

Effective upon and after the date of this Assignment, Assignor hereby transfers and assigns to Assignee, without recourse or warranty except as expressly provided in the Purchase Agreement, all of Assignor's transferable right, title and interest, if any, in the Intangible Property, including the following United States Trademark Registrations:

U.S. Trademark Reg. No. 2,354,121, registered May 30, 2000, for THE REVERE AT ANTHEM (International Class 41); and

U.S. Trademark Reg. No. 2,335,939, registered March 28, 2000, for A REVOLUTIONARY GOLF EXPERIENCE (International Class 41).

Assignee hereby accepts the foregoing assignment from Assignor.


(a) This Assignment shall not be construed in any way as modifying, waiving, or affecting any of the terms, covenants, conditions or agreements contained in the Intangible Property.

(b) Seller agrees to provide reasonable assistance to Buyer in its efforts to enforce any representation, warranty or guaranty relating to the Intangible Property, *provided, however,* that any and all such assistance shall be at no out-of-pocket cost or expense to Seller.

(c) This Assignment shall inure to the benefit of and shall be binding upon the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment of Rights as of the date first set forth above.

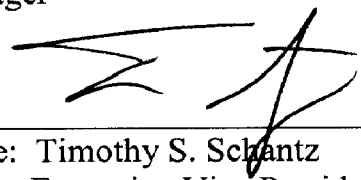
DEL WEBB COMMUNITIES, INC., an Arizona corporation

By: 
Name: Chris Haines
Title: Vice President and General Manager

TROON REVERE HOLDINGS, L.L.C., a Delaware limited liability company

By: Troon Revere, L.L.C., a Delaware limited liability company, its sole member

By: Troon Nevada, L.L.C., a Delaware limited liability company, its Manager

By: 
Name: Timothy S. Schantz
Its: Executive Vice President