

12-09-2002
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To the Honorable Commissioner of Patents and Trademarks: Please

ed original documents or copy thereof.

1. Name of conveying party(ies):
Pivotal Group, Inc.

10-11-02

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

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

3. Nature of conveyance:

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

Execution Date: October 1, 2002

2. Name and address of receiving party(ies)

Name: **Pivotal Promontory Development, L.L.C.**

Internal Address:

Street Address: **2415 East Camelback Road, Suite 960**

City: **Phoenix** State: **Arizona** Zip **85016**

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

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)

B. Trademark Registration No.(s)

2,530,387

Additional number(s) attached Yes No

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

Name: Michael E. Mangelson

Internal Address: (801) 328-3131

Street Address: Stoel Rives LLP
One Utah Center
201 South Main, Ste. 1100

City: Salt Lake City State: Utah Zip: 84111-4904

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

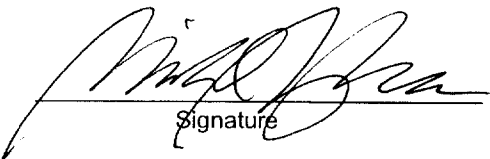
(Attach duplicate copy of this page if paying by deposit account)

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.

Michael E. Mangelson
Name of Person Signing


Signature

Oct. 3, 2002
Date

12/06/2002 TDIAZ1 00000010 2530387

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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

SaltLake-185342.1 0031774-00001

ASSIGNMENT OF U.S. TRADEMARK RIGHTS

WHEREAS Pivotal Group, Inc., ("Assignor") an Arizona corporation with an address at 2415 East Camelback Road, Suite 960, Phoenix, Arizona 85016, owns rights to the PROMONTORY service mark and trademark (the "Mark") for use in connection with the following services: real estate brokerage and management services; real estate development services; and hotel, bar, restaurant and resort community services;

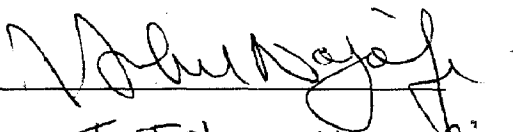
WHEREAS, Assignor owns a federal registration for the Mark on the Principal Register of the United States Patent and Trademark Office in connection with good and/or services identified therein, Registration No. 2,530,387, for PROMONTORY (the "Registration"); and

WHEREAS Pivotal Promontory Development, L.L.C. ("Assignee"), an Arizona corporation with an address at 2415 East Camelback Road, Suite 960, Phoenix, Arizona 85016, desires to acquire the Mark and the Registration, together with its common law rights and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns and transfers to Assignee, all right, title and interest in and to the Mark together with the goodwill of the business symbolized by the Mark, and the Registration thereof.

Assignor:

PIVOTAL GROUP, INC.

Signature: 
Printed Name: J. Jahm Najafi
Printed Title: PRESIDENT & COO

Date: October 1, 2002