

04-09-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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

102414343

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

1. Name of conveying party(ies):

KSL Grand Traverse Resort, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Grand Traverse Band Economic

Internal Address: Development Corporation

Street Address: 2331 NW Bayshore Drive

City: Peshawbeston State: MI Zip: 49682

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other Federally Chartered corporation

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

3. Nature of conveyance:

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

Execution Date: 3-31-03

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

A. Trademark Application No.(s)

76/142662 76/142663

B. Trademark Registration No.(s) 2,038,054 1,448,932 1,286,623 1,793,916 1,957,003 1,458,820 2,319,439

Additional number(s) attached Yes No 2,580,950 2,438,435

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

Name: Daina J. Nathanson

Internal Address:

Street Address: Drummond, Woodsum & MacMahon 245 Commercial Street

City: Portland State: ME Zip: 04101

6. Total number of applications and registrations involved:

11

7. Total fee (37 CFR 3.41) \$ 290.

- 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.

Daina J. Nathanson

Name of Person Signing

Daina Nathanson 3-31-03

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 Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002707 FRAME: 0884

ASSIGNMENT OF TRADEMARKS
(Proprietary Rights Assignment)

This Assignment is from KSL Grand Traverse Resort, Inc., a Delaware corporation ("Assignor"), to Grand Traverse Band Economic Development Corporation, a federally chartered corporation ("Assignee") and is effective as of the 31st day of March, 2003.

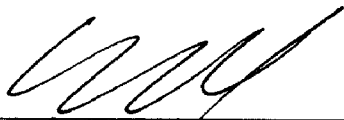
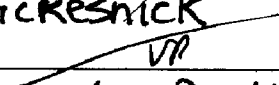
For good and valuable consideration, the receipt and sufficiency of which Assignor hereby acknowledges, Assignor does hereby assign to Assignee, all of Assignor's right, title and interest in and to the trademarks, trademark applications and intent to use trademark applications set forth on Exhibit A (the "Marks"), together with that portion of Assignor's business in connection with which it has an intent to use the Marks and the goodwill of the business symbolized by the Marks.

Assignor agrees to assist Assignee in every legal way to evidence, record and perfect this Assignment and to apply for and obtain recordation of and from time to time enforce, maintain, and defend the assigned rights.

This Assignment of Trademarks is delivered pursuant to an Asset Purchase Agreement dated as of March 4, 2003 (the "Purchase Agreement") by and among Assignor and certain of its affiliates as Sellers and Assignee as Buyer. The provisions of the Purchase Agreement shall survive execution and delivery hereof.

IN WITNESS WHEREOF, Assignor has executed this Agreement as of the date first written above.

KSL GRAND TRAVERSE RESORT, INC.

By: 
Eric Resnick
Its: 
Vice President

STATE OF Colorado

)

COUNTY OF Denver


)

SS.

)

On March 31, 2003 before me, ~~Eric Rene Lemieux-Parker~~
Notary Public, personally appeared Eric Remick,
personally known to me to be the person whose name is subscribed to the within
instrument and acknowledged to me that he executed the same in his authorized capacity,
and that by his signature on the instrument the person, or the entity upon behalf of which
the person acted, executed the instrument.

WITNESS my hand and official seal.


Notary Public RENE LEMIEUX-PARKER

My Commission Expires Aug. 22, 2006
400 17th Street 22nd Floor
Denver, Colorado 80202

EXHIBIT A
Intellectual Property and Trademarks

TRADEMARKS					
MARK	OWNER/LICENSEE	STATUS OF REGISTRATION	STATE OR FEDERAL	CLASS(ES)	REGISTRATION/ SERIAL NO.
Grand Traverse Resort Michigan(&Design)	KSL Grand Traverse Resort, Inc.	Registered	Federal	41 - golf services 42 - resort hotel services	2,038,054
	KSL Grand Traverse Resort, Inc.	Registered	Federal	41 - golf services	1,448,932
	KSL Grand Traverse Resort, Inc.	Registered	Federal	42 - resort hotel services	1,286,623
THE TRAVERSE CUP	KSL Grand Traverse Resort, Inc.	Registered	Federal	41 - entertainment; golf tournaments	1,793,916
TOWER GALLERY	KSL Grand Traverse Resort, Inc.	Registered	Federal	36 - Insurance and Financial Services (Leasing of shopping mall space)	1,957,003
TRILLIUM	KSL Grand Traverse Resort, Inc.	Registered	Federal	42 - restaurant services	1,458,820
INSPIRED BY NATURE, CREATED BY LEGENDS®	KSL Grand Traverse Resort, Inc.	Registered	Federal	41 - golf course services	2,319,439
	KSL Grand Traverse Resort, Inc.	Registered	Federal	41 - recreational services for golf, tennis and aquatic 42 - resort and hotel services	2,580,950
Grand Traverse Resort and Spa	KSL Grand Traverse Resort, Inc.	Registered	Federal	41 - recreational services for golf, tennis and aquatic 42 - resort and hotel services	2,438,435
Spa Grand Traverse	KSL Grand Traverse Resort, Inc.	Pending	Federal	42 - Resort Hotels and Health Spas	76/142663
Spa Grand Traverse & design	KSL Grand Traverse Resort, Inc.	Pending	Federal	42 - Resort Hotel and Health Spas	76/142662
GRAND TRAVERSE RESORT VILLAGE™	KSL Grand Traverse Resort, Inc.	Registered	Michigan	100- Miscellaneous	M13-050
GRAND TRAVERSE LIVING™	KSL Grand Traverse Resort, Inc.	Registered	Michigan	(MI) 38 - prints and publications	M43-060
THE BEAR & design URL	KSL Grand Traverse Resort, Inc.	Registered	Michigan	(MI) 107 - education and entertainment	M11-049
DOMAIN NAME	OWNER				
grandtraverseresort.com	KSL Grand Traverse Resort, Inc.				