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07-02-2003



Docket No.:

23495.0001

Tab settings

102487538

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

1. Name of conveying party(ies):

Tennis Ranch, Inc.

6-30-03

- Individual(s)
- General Partnership
- Corporation-State Ohio
- Other

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: Sanctuary On Camelback, Inc.

Internal Address:

Street Address: 5700 East McDonald Drive

City: Paradise Valley State: AZ ZIP: 85253

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

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

Execution Date: March 8, 2001

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

A. Trademark Application No.(s)

76/057,879
76/058,125
76/124,333

Additional numbers

B. Trademark Registration No.(s)

1,434,982

Yes No

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

Name: Michael K. Kelly, Esq.

Internal Address: Snell & Wilmer

Street Address: One Arizona Center

400 East Van Buren Street

City: Phoenix State: AZ ZIP: 85004

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

4

7. Total fee (37 CFR 3.41):.....\$ \$115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-2814

FINANCE SECTION

M 8 22

0770172003 DBYRNE 00000092 76057879

DO NOT USE THIS SPACE

01 FC:8521 40.00 OP
02 FC:8522 75.00 OP

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 K. Kelly

Name of Person Signing

Michael K. Kelly
Signature

June 26, 2003

Date

Total number of pages including cover sheet, attachments, and

5

TRADEMARK

REEL: 002769 FRAME: 0083

| | | | | |
|-------|-------|---------|------|------|
| FILED | EXPED | PENALTY | CERT | COPY |
| 35.00 | .00 | .00 | .00 | .00 |

Receipt

This is not a bill. Please do not remit payment.

HOHL LLP
 SUITE 200
 CENTER
 CINCINNATI, OH 45202

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

821681

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

SANCTUARY ON CAMELBACK, INC.

and, that said business records show the filing and recording of:

Document(s)
DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):
200110002864



United States of America
 State of Ohio
 Office of the Secretary of State

Witness my hand and the seal of
 the Secretary of State at Columbus,
 Ohio this 21st day of March, A.D.
 2001.

J. Kenneth Blackwell
 Ohio Secretary of State



Prescribed by
J. KENNETH BLACKWELL, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43260-0410

| | |
|-----------|-------|
| Charter # | _____ |
| Approved | _____ |
| Date | _____ |
| Fee \$ | _____ |

RECEIVED

MAR 21 2001

J. KENNETH BLACKWELL
SECRETARY OF STATE

**CERTIFICATE OF AMENDMENT
BY SHAREHOLDERS TO THE ARTICLES OF INCORPORATION
of
TENNIS RANCH, INC.**

Robert H. Castellini, President and Christopher L. Fister, Secretary, of the above named Ohio corporation do hereby certify that:

- a meeting of the shareholders was duly called for the purpose of adopting this amendment and held on the _____ day of _____, 20____, at which meeting a quorum of the shareholders was present in person or by proxy, and that by the affirmative vote of the holders of shares entitling them to exercise _____% of the voting power of the corporation,
- in a writing signed by all the shareholders who would be entitled to a notice of a meeting held for that purpose, the following resolution to amend the articles was adopted:

RESOLVED, that the following amendment to the Articles of Incorporation be, and the same hereby is, adopted as an addition to the existing Articles of Incorporation and all Amendments thereto:

"FIRST: The name of the Corporation shall be Sanctuary on Camelback, Inc."

IN WITNESS WHEREOF, the above named officers, acting for and on behalf of the corporation, have hereunto subscribed their names this 8 day of March, 2001.

By: Robert H. Castellini
Robert H. Castellini, President

By: Christopher L. Fister
Christopher L. Fister, Secretary

JODMANH000A\QINT\0087182


**ACTION BY WRITTEN CONSENT OF THE SHAREHOLDERS
OF TENNIS RANCH, INC.**

The undersigned, being all of the Shareholders of Tennis Ranch, Inc. (the "Corporation"), do hereby take and adopt the following actions by unanimous written consent without a meeting pursuant to the authority of Section 1701.54 of the Ohio Revised Code:

RESOLVED, that the following amendment to the Articles of Incorporation be, and the same hereby is, adopted as an addition to the existing Articles of Incorporation and all Amendments thereto:

"FIRST: The name of the Corporation shall be Sanctuary on Camelback, Inc."

IN WITNESS WHEREOF, the undersigned have executed this Action by Written Consent effective as of the 8 day of March, 2001.



Robert H. Castellini

:00HANNHODMANCENTL4887322

**SCHEDULE A
TRADEMARK REGISTRATION TRANSFERRED
FROM TENNIS RANCH, INC. TO SANCTUARY ON CAMELBACK, INC.
DUE TO CHANGE OF NAME**

| <u>Trademark</u> | <u>Registration No.</u> | <u>Registration Date</u> |
|------------------|-------------------------|--------------------------|
| CTR and Design | 1,434,982 | March 31, 1987 |

**SCHEDULE A
TRADEMARK APPLICATIONS TRANSFERRED
FROM TENNIS RANCH, INC. TO SANCTUARY ON CAMELBACK, INC.
DUE TO CHANGE OF NAME**

| <u>Trademark</u> | <u>Serial No.</u> | <u>Filed Date</u> |
|------------------------------------|-------------------|-------------------|
| SANCTUARY | 76/057,879 | May 26, 2000 |
| SANCTUARY ON CAMELBACK MOUNTAIN | 76/058,125 | May 26, 2000 |
| JADE BAR | 76/124,333 | September 7, 2000 |