Form PTO-1594 (rev 3/1)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U. S. Department of Commerce Patent and Trademark Office

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

1. Name of conveying party(ies):

Bank of America, National Association, formerly known as Bank of America National Trust and Savings Association
Warner Center RCBO #1465
5950 Canoga Avenue, Suite 605
Woodland Hills, CA 91367

___ Individual(s) ___ Association
___ General Partnership
___ Limited Partnership
___ Corporation
X Other – **National Banking Association**

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

2. Name and Address of receiving party(ies)

Raging Waters Group, Inc.
4590 MacArthur Blvd., Suite 400
Newport Beach, CA 92660

___ Individual(s) citizenship
___ Association
___ General Partnership
___ Limited Partnership
X Corporation – **California**
___ Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: ___ Yes X No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? ___ Yes X No

3. Nature of conveyance:

___ Assignment ___ Merger
___ Security Agreement ___ Change of Name
X Other – **Release of Security Interest**

Execution Date: **February 17, 2004**

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

A. Trademark Application No(s).
None

B. Trademark Registration No(s).
1348649 1755840

Additional numbers attached? ___ Yes X No

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

Edward H. Sadtler, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, New York 10036

6. Total number of applications/registrations involved: 2

7. Total fee (37 CFR 3.41) **$65**

X All fees and any deficiencies are authorized to be charged to Deposit Account
(Our Ref. 613770/45)

8. Deposit Account No. **19-2385**

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.

Edward H. Sadtler — Name
Signature
February 20, 2004 — Date

Total number of pages including cover sheet, attachments, and document: 5

CH $65.00 192385 1348649

RELEASE OF SECURITY INTEREST

This **RELEASE OF SECURITY INTEREST** ("Release") is given as of this 17th day of February, 2004 by Bank of America, National Association (formerly known as Bank of America National Trust and Savings Association, a national banking association) (the "Secured Party"), located at Warner Center RCBO #1465, 5950 Canoga Avenue, Suite 605, Woodland Hills, CA, 91367, in favor of Raging Waters Group, Inc., a California corporation (the "Assignor"), located at 4590 MacArthur Blvd., Suite 400, Newport Beach, CA, 92660.

WHEREAS, pursuant to a Security Agreement – General Intangibles (Patents, Trademarks, Copyrights, Computer Software), dated July 9, 1993, by and between the Assignor and the Secured Party (the "Security Agreement"), the Assignor granted a security interest in any right, title, or interest of Assignor in or to the Collateral (as defined in the Security Agreement), including the trademarks set forth on Schedule A attached hereto (collectively, the "Trademarks"), to the Secured Party to secure all Indebtedness (as defined in the Security Agreement) of Assignor to the Secured Party and Assignor's independent obligations under the Security Agreement, which security interest was recorded in the United States Patent and Trademark Office on August, 2, 1993, at Reel 1035/Frame 0350;

WHEREAS, all of the Assignor's obligations to the Secured Party pursuant to the Security Agreement have been satisfied and discharged; and

WHEREAS, in accordance with the terms of the Security Agreement, the Secured Party desires to terminate its security interest in the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Secured Party hereby releases its security interest in the Trademarks and reassigns any and all right, title and interest that it may have in the Trademarks to the Assignor. The Secured Party further agrees to take such action as may be reasonably requested by the Assignor from time to time to effectuate and carry out the provisions and intent of this Release.

IN WITNESS WHEREOF, the Secured Party has caused this Release to be duly executed by its officer thereunto duly authorized as of the date above first written.

BANK OF AMERICA, NATIONAL ASSOCIATION (formerly known as BANK OF AMERICA NATIONAL TRUST AND SAVINGS ASSOCIATION)

By: Joyce M. Kelley

Name: Joyce D. Kelley
Title: Vice President

STATE OF)
) SS.
COUNTY OF)

I, a notary public, in and for the county and state aforesaid, do hereby certify that Joyce D Kelley, personally known to me to be the Vice President of Bank of America, National Association (formerly known as Bank of America National Trust and Savings Association, a national banking association) ("Bank of America"), appeared before me this day in person and acknowledged that (s)he signed the above and foregoing instrument as his/her free and voluntary act and as the free and voluntary act of Bank of America pursuant to authority granted to him/her by Bank of America for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal this 17 day of February, 2004.

ANA C GOMEZ
Commission # 1303527
Notary Public — California
Los Angeles County
My Comm. Expires May 6, 2005

Notary Public

My commission expires:

TRADEMARK
REEL: 002799 FRAME: 0388

SCHEDULE A

Trademark	Jurisdiction	Reg. No. (App. No.)	Reg. Date (App. Date)
RAGING WATERS	United States	1,348,649 (73-498,924)	7/9/1985 (9/11/1984)
THE WORLD'S GREATEST WATER ADVENTURE	United States	1,755,840 (74-296,878)	3/2/1993 (7/23/1992)