

07-19-2004



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

U.S. DEPARTMENT OF COMMERCE U.S. 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): SmartParks-Florida, Inc. 7-15-04
Individual(s) Association
General Partnership Limited Partnership
[X] Corporation-State - Delaware
Other
Additional name(s) of conveying party(ies) attached? Yes [X] No

2. Name and address of receiving party(ies)
Name: Festival Fun Parks, LLC
Internal Address:
Address: 4950 Mac Arthur Blvd.
Street Address: Suite 400
City: Newport Beach State: CA Zip: 92660
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
[X] Other Limited Liability Company
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:
[X] Assignment Merger
Security Agreement Change of Name
Other
Execution Date: May 18, 2004

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 1,578,214
Additional number(s) attached Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Fulwider Patton Lee & Utecht, LLP
Internal Address:
Street Address: 6060 Center Drive, 10th Fl.
City: Los Angeles State: CA Zip: 90045

6. Total number of applications and registrations involved: 9
7. Total fee (37 CFR 3.41) \$ 240.00
[X] Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 06-2425
(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.
Nickie F. Kubasak
Name of Person Signing Signature
July 9, 2004 Date

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

07/16/2004 DBYRHE 00000031 1578214
01 FC:8521 40.00 OP
02 FC:8522 200.00 OP

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

TRADEMARK REEL: 003008 FRAME: 0189

SMARTPARKS-FLORIDA, INC.

SCHEDULE A

U.S. Trademark/Service Mark Registrations

MARK	CLIENT/ MATTER NO.	REGISTRATION NO.	REGISTRATION DATE
WILD WATERS & Design	65381	1,578,214	01/16/90
SILVER SPRINGS	65391	2,017,875	11/19/96
WILD WATERS	65389	2,196,106	10/13/98
PANTHER PROWL	65390	2,348,960	05/09/00
EARTH CAMP (Stylized)	66670	2,362,362	06/27/00
EARTH CAMP	65392	2,364,643	07/04/00
WILD WATERS WATERPARK & Design	65380	2,471,419	07/24/01
EARTH CAMP & Design	65393	2,489,997	09/18/01
EARTH CAMP (Stylized)	66671	2,497,594	10/16/01

SMARTPARKS-FLORIDA, INC.

SCHEDULE B

State Trademark/Service Mark Registrations

MARK	CLIENT/ MATTER NO.	REGISTRATION NO.	REGISTRATION DATE
SUPER PASS (Florida)	66677	T277	03/07/02
WILD WATERS (Florida)	66678	T273	03/13/00

NUNC PRO TUNC TRADEMARK ASSIGNMENT

WHEREAS, SmartParks-Florida, Inc., a Delaware corporation, is the owner of the trademarks/service marks on the attached Schedule A registered in the United States Patent and Trademark Office and Schedule B registered in the Florida Secretary of State Office.

WHEREAS, Festival Fun Parks, LLC, a Delaware Limited Liability Company, having its principal place of business at 4590 MacArthur Blvd., Suite 400, Newport Beach, California 92660 is desirous of acquiring said mark and registration;

NOW THEREFORE, for good and valuable consideration set forth, the receipt of which is hereby acknowledged, SmartParks-Florida, Inc., hereby assigns to Festival Fun Parks, LLC all right, title and interest in and to said trademarks/services marks and registrations thereof, together with the goodwill of the business symbolized by said trademark/service marks, effective as of July 5, 2002.

Executed this 18th day of May, 2004, at Newport Beach, California.

SmartParks-Florida, Inc.

By: Gary Fitzpatrick
Name: Gary Fitzpatrick
Title: Secretary

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