

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sinclair Oil Corporation		02/01/2006	CORPORATION: WYOMING

RECEIVING PARTY DATA

Name:	Sinclair Finance Company
Street Address:	550 East South Temple
Internal Address:	P.O. Box 31825
City:	Salt Lake City
State/Country:	UTAH
Postal Code:	84130-0825
Entity Type:	CORPORATION: WYOMING

PROPERTY NUMBERS Total: 78

Property Type	Number	Word Mark
Registration Number:	2323639	ARCTIC FIRE
Registration Number:	2960786	BOILER ROOM
Registration Number:	2872705	BRASS RANCH
Registration Number:	0725820	DINO
Registration Number:	0779741	DINO
Registration Number:	1102967	
Registration Number:	1103204	
Registration Number:	0870641	DRIVE WITH CARE AND BUY SINCLAIR
Registration Number:	2940675	DYNO-TECH
Registration Number:	2528020	GRAND AMERICA HOTEL
Registration Number:	2986118	GRETCHEN'S
Registration Number:	2861505	GRETCHEN'S GOLD
Registration Number:	2868005	GRETCHEN'S GOLD

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Registration Number:	2788764	
Registration Number:	2980191	KONDI TOREI
Registration Number:	1929550	LA
Registration Number:	1150762	LITTLE AMERICA
Registration Number:	2321462	LITTLE AMERICA
Registration Number:	2321804	LITTLE AMERICA
Registration Number:	0978765	LITTLE AMERICA
Registration Number:	1151406	
Registration Number:	2321805	
Registration Number:	1672918	
Registration Number:	3026381	RIVER RUN
Registration Number:	2867904	ROUNDHOUSE ALE
Registration Number:	1337183	
Registration Number:	1670693	
Registration Number:	2957932	SEATTLE RIDGE
Registration Number:	1923186	SG-2000
Registration Number:	1006206	SINCLAIR
Registration Number:	1006485	SINCLAIR
Registration Number:	0691905	SINCLAIR
Registration Number:	0695176	SINCLAIR
Registration Number:	0695468	SINCLAIR
Registration Number:	0712302	SINCLAIR
Registration Number:	0827609	SINCLAIR
Registration Number:	0854891	SINCLAIR
Registration Number:	0691904	SINCLAIR
Registration Number:	2217996	SINCLAIR HEALTH SERVICES
Registration Number:	2764247	SINCLAIR HEALTH SERVICES
Registration Number:	2190952	
Registration Number:	2612116	SNOWBASIN
Registration Number:	2540171	SNOWBASIN
Registration Number:	2880244	SNOWBASIN A SUN VALLEY RESORT
Registration Number:	0929749	
Registration Number:	2978288	
Registration Number:	0915211	SUN VALLEY
Registration Number:	2536354	SUN VALLEY

Registration Number:	2766360	SUN VALLEY
Registration Number:	2900257	SUN VALLEY
Registration Number:	2900258	SUN VALLEY
Registration Number:	2981362	SUN VALLEY
Registration Number:	2897067	SUN VALLEY
Registration Number:	0929750	SUN VALLEY
Registration Number:	2815676	SUN VALLEY
Registration Number:	2882753	SUN VALLEY
Registration Number:	2865450	SUN VALLEY AT SNOWBASIN
Registration Number:	1672259	THE WESTGATE
Registration Number:	2174905	THE WESTGATE HOTEL
Registration Number:	2880344	WARM SPRINGS
Registration Number:	2877006	WILDFLOWER DOWNHILL
Registration Number:	2885417	
Serial Number:	78143598	AMERICA'S DOWNHILL CHOICE
Serial Number:	78488110	DINO LUBE
Serial Number:	78167571	EARTH SHIELD
Serial Number:	78412792	FLEET TRACK
Serial Number:	78526314	GRAND AMERICA HOTELS AND RESORTS
Serial Number:	78138320	GRIZZLY DOWNHILL
Serial Number:	78405917	HOLDING CUP
Serial Number:	78654616	JAVA EXPEDITIONS
Serial Number:	78191919	PETE LANE'S
Serial Number:	78975988	RIVER RUN
Serial Number:	78191947	ROUNDHOUSE
Serial Number:	76400937	SUN VALLEY
Serial Number:	78240820	SUN VALLEY
Serial Number:	76221878	THE AMERICAS
Serial Number:	78526311	THE HOTEL AMERICA
Registration Number:	2892098	WASATCH SPORTS CLUB

CORRESPONDENCE DATA

Fax Number: (801)328-1707

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (801) 533-9800

Email: jstringham@wnlaw.com

Correspondent Name: John C. Stringham
Address Line 1: 60 East South Temple
Address Line 2: 1000 Eagle Gate Tower
Address Line 4: Salt Lake City, UTAH 84111

ATTORNEY DOCKET NUMBER:

15027.288

NAME OF SUBMITTER:

John C. Stringham

Signature:

/John C. Stringham 40,831/

Date:

04/05/2006

Total Attachments: 9

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ASSIGNMENT

WHEREAS, Sinclair Oil Corporation, (hereinafter referred to as "Assignor"), a corporation of the State of Wyoming, having a principal office at East Lincoln Highway, Sinclair Wyoming 82334, has adopted, used, and is using and is the owner of all right, title, and interest in and to the United States trademark registrations and applications, listed in Schedule A attached hereto; and the State Trademark registrations, listed in Schedule B attached hereto; and foreign trademark registrations, listed in Schedule C attached hereto (collectively the "Scheduled Trademarks"); and

WHEREAS, Sinclair Finance Company, a corporation of the State of Wyoming, having a principal office at 550 East South Temple, P.O. Box 31825, Salt Lake City, Utah 84130-0825, is desirous of acquiring the entire right, title, and interest in and to the Scheduled Trademarks;

NOW, THEREFORE, in consideration of ten dollars (\$10.00) and other good and valuable consideration paid to the Assignor by the Assignee, the receipt and sufficiency of which is hereby acknowledged, THE ASSIGNOR HEREBY ASSIGNS TO THE ASSIGNEE the entire right, title, and interest in and to the Scheduled Trademarks, together with the goodwill of the business symbolized by and associated with the mark.

The Assignor hereby authorizes and requests the United States Commissioner of Patents and Trademarks, and such officials in foreign countries and state trademark offices as are duly authorized by their laws to register trademarks, to issue any and all certificates of registration of the Scheduled Trademarks to the Assignee as the owner of the entire interest, for the sole use and behalf of the said Assignee, its successors, assigns and legal representatives.

This Assignment and Agreement shall be binding upon my heirs and legal representatives.

SINCLAIR OIL CORPORATION

By: S. Holding
Name: S. E. Holding
Title: Vice President

STATE OF UTAH)
 : ss.
COUNTY OF Salt Lake)

On February 1, 2006, before me personally appeared S. E. Holding, known to me to be the person described and who signed the foregoing Assignment in my presence and acknowledged under oath before me that he has read the same and knows the contents thereof and that he executed the same as his free act and deed and for the purposes set forth therein.

Marilyn Byrd
NOTARY PUBLIC
Residing at Salt Lake City, UT

My Commission Expires:
July 8, 2007



SCHEDULE A**United States Trademark Registrations**

Trademark	Registration No./Registration Date
ARCTIC FIRE	Reg. No.: 2323639 Registered: 02/29/00
BOILER ROOM	Reg. No. 2960786 Registered: 06/07/05
BRASS RANCH	Reg. No. 2872705 Registered: 08/10/04
DINO	Reg. No.: 725820 Registered: 01/02/62
DINO	Reg. No.: 779741 Registered: 11/10/64
DINOSAUR DESIGN	Reg. No.: 1102967 Registered: 09/26/78
DINOSAUR DESIGN	Reg. No.: 1103204 Registered: 09/26/78
DRIVE WITH CARE AND BUY SINCLAIR	Reg. No.: 870641 Registered: 06/03/69
DYNO-TECH	Reg. No.: 2940675 Registered: 04/12/05
GRAND AMERICA HOTEL	Reg. No.: 2528020 Registered: 01/08/02
GRETCHEN'S	Reg. No.: 2986118 Registered: 08/16/05
GRETCHEN'S GOLD	Reg. No. 2861505 Registered: 07/06/04
GRETCHEN'S GOLD	Reg. No. 2868005 Registered: 07/27/04
GRIZZLY LOGO	Reg. No. 2788764 Registered: 12/02/03
KONDITIONEREI	Reg. No. 2980191 Registered: 07/26/05
LA	Reg. No.: 1929550 Registered: 10/24/95
LITTLE AMERICA	Reg. No.: 1150762 Registered: 04/14/81
LITTLE AMERICA	Reg. No.: 2321462 Registered: 02/22/00
LITTLE AMERICA	Reg. No.: 2321804 Registered: 02/22/00
LITTLE AMERICA & DESIGN	Reg. No.: 978765 Registered: 02/12/74
PENGUIN DESIGN	Reg. No.: 1151406 Registered: 04/21/81
PENGUIN DESIGN	Reg. No.: 2321805 Registered: 02/22/00
PENGUIN PALS DESIGN	Reg. No.: 1672918 Registered: 01/21/92
RIVER RUN	Reg. No. 3026381 Registered: 12/13/05

Trademark	Registration No./Registration Date
ROUNDHOUSE ALE	Reg. No. 2867904 Registered: 07/27/04
RUNNING DINOSAUR DESIGN	Reg. No.: 1337183 Registered: 05/21/85
RUNNING DINOSAUR DESIGN	Reg. No.: 1670693 Registered: 12/31/91
SEATTLE RIDGE	Reg. No. 2957932 Registered: 05/31/05
SG-2000	Reg. No.: 1923186 Registered: 10/03/95
SINCLAIR	Reg. No.: 1006206 Registered: 03/11/75
SINCLAIR	Reg. No.: 1006485 Registered: 03/11/75
SINCLAIR & DINOSAUR DESIGN	Reg. No.: 691905 Registered: 01/26/60
SINCLAIR & DINOSAUR DESIGN WITHIN PENTAGON	Reg. No. 695176 Registered: 03/29/60
SINCLAIR & DINOSAUR DESIGN WITHIN PENTAGON	Reg. No.: 695468 Registered: 04/05/60
SINCLAIR & DINOSAUR DESIGN WITHIN PENTAGON	Reg. No.: 712302 Filed: 03/07/61
SINCLAIR & DINOSAUR DESIGN WITHIN PENTAGON	Reg. No. 827609 Registered: 04/18/67
SINCLAIR & DINOSAUR DESIGN WITHIN PENTAGON	Reg. No.: 854891 Registered: 08/13/68
SINCLAIR & RUNNING DINOSAUR WITHIN PENTAGON	Reg. No.: 691904 Registered: 01/26/60
SINCLAIR HEALTH SERVICES	Reg. No.: 2217996 Registered: 01/12/99
SINCLAIR HEALTH SERVICES - Section 2(f)	Reg. No.: 2764247 Registered: 09/16/03
SINCLAIR HEALTH SERVICES LOGO	Reg. No.: 2190952 Registered: 09/22/98
SNOWBASIN	Reg. No. 2612116 Registered: 08/27/02
SNOWBASIN	Reg. No.: 2540171 Registered: 02/19/02
SNOWBASIN A SUN VALLEY RESORT	Reg. No. 2880244 Registered: 08/31/04
SUN DESIGN	Reg. No. 929749 Registered: 02/22/72
SUN DESIGN	Reg. No. 2978288 Registered: 07/06/05
SUN VALLEY	Reg. No.: 915211 Registered: 06/15/71

Trademark	Registration No./Registration Date
SUN VALLEY	Reg. No.: 2536354 Registered: 02/05/02
SUN VALLEY	Reg. No.: 2766360 Registered: 09/23/03
SUN VALLEY	Reg. No.: 2900257 Registered: 11/02/04
SUN VALLEY	Reg. No.: 2900258 Registered: 11/02/04
SUN VALLEY	Reg. No. 298362 Registered: 08/02/05
SUN VALLEY & RISING SUN DESIGN	Reg. No. 2897067 Registered: 10/26/04
SUN VALLEY & SUN DESIGN	Reg. No. 929750 Registered: 02/22/72
SUN VALLEY (Divisional)	Reg. No.: 2815676 Registered: 02/17/04
SUN VALLEY (Divisional)	Reg. No. 288753 Registered: 09/07/04
SUN VALLEY AT SNOWBASIN	Reg. No.: 2865450 Registered: 07/20/04
THE WESTGATE	Reg. No.: 1672259 Registered: 01/14/92
THE WESTGATE HOTEL	Reg. No.: 2174905 Registered: 07/21/98
WARM SPRINGS	Reg. No. 2880344 Registered: 08/31/04
WILDFLOWER DOWNHILL	Reg. No.: 2877006 Registered: 08/24/04
WILDFLOWER LOGO	Reg. No. 2885417 Registered: 09/14/04

United States Trademark Applications

Trademark	Serial No./Filing Date
AMERICA'S DOWNHILL CHOICE	SN: 78/143598 Filed: 07/12/02
DINO LUBE	SN: 78/488110 Filed: 09/22/04
EARTHSHIELD	SN: 78/167571 Filed: 09/24/02
FLEET TRACK	SN: 78/412792 Filed: 05/04/04
GRAND AMERICA HOTELS & RESORTS	SN: 78/526314 Filed: 12/02/04
GRIZZLY DOWNHILL	SN: 78/138320 Filed: 06/24/02
HOLDING CUP	SN: 78/405917 Filed: 04/21/04

Trademark	Serial No./Filing Date
JAVA EXPEDITIONS	SN: 78/654616 Filed: 06/20/06
PETE LANE'S	SN: 78/191919 Filed: 12/06/02
RIVER RUN	SN: 78/975908 Filed: 12/06/02
ROUNDHOUSE	SN: 78/191947 Filed: 12/06/02
SUN VALLEY	SN: 76/400937 Filed: 04/29/02
SUN VALLEY	SN: 78/240820 Filed: 04/22/03
THE AMERICAS	SN: 76/221878 Filed: 03/09/01
THE HOTEL AMERICA	SN: 78/526311 Filed: 12/02/04
WASATCH SPORTS CLUB	Reg. No. 2892098 Registered: 10/05/04

SCHEDULE B**State Trademark Registrations**

State Trademark	Registration No.
Colorado State Trademark LITTLE AMERICA WITH PENGUIN DESIGN	Reg. No.: 19851015524 Registered: 11/20/78
Colorado State Trademark LITTLE AMERICA WITH PENGUIN DESIGN	Reg. No.: 19851015525 Registered: 11/20/78
Colorado State Trademark LITTLE AMERICA WITH PENGUIN DESIGN	Reg. No.: 19851015526 Registered: 11/20/78
Idaho State Trademark LITTLE AMERICA WITH PENGUIN DESIGN	Reg. No.: 8512 Registered: 01/09/79
Idaho State Trademark LITTLE AMERICA WITH PENGUIN DESIGN	Reg. No.: 8519 Registered: 1/15/79
Idaho State Trademark LITTLE AMERICA WITH PENGUIN DESIGN	Reg. No.: 8520 Registered: 1/15/79
Montana State Trademark LITTLE AMERICA GIFT SHOPS	Reg. No.: T008579 Registered: 10/31/68
Montana State Trademark LITTLE AMERICA MOTEL	Reg. No.: T008581 Registered: 10/31/68
Montana State Trademark LITTLE AMERICA RESTAURANTS	Reg. No.: T008583 Registered: 10/31/68
Montana State Trademark LITTLE AMERICA MOTOR HOTEL	Reg. No.: T008586 Registered: 10/31/68
Montana State Trademark LITTLE AMERICA WITH PENGUIN DESIGN	Reg. No.: T15369 Registered: 09/30/88
Utah State Trademark LA TRADITION OF EXCELLENCE WITH CROWN AND WREATH DESIGN	Reg. No.: 024655 Registered: 12/26/79
Utah State Trademark AMERICA'S DOWNHILL CHOICE	Reg. No.: 32098 Registered: 01/28/91
Utah State Trademark LITTLE AMERICA WITH PENGUIN WITHIN RED BLOCK	Reg. No.: 024295 Registered: 11/20/78
Utah State Trademark LITTLE AMERICA WITH PENGUIN WITHIN RED BLOCK	Reg. No.: 024293 Registered: 11/20/78
Utah State Trademark LITTLE AMERICA WITH PENGUIN WITHIN RED BLOCK	Reg. No.: 024292 Registered: 11/20/78
Utah State Trademark LITTLE AMERICA WITH PENGUIN WITHIN RED BLOCK	Reg. No.: 024294 Registered: 11/20/78
Utah State Trademark PENGUIN WITH OUTSTRETCHED WING	Reg. No.: 024299 Registered: 11/20/78
Utah State Trademark PENGUIN WITH OUTSTRETCHED WING	Reg. No.: 024298 Registered: 11/20/78
Utah State Trademark PENGUIN WITH OUTSTRETCHED WING	Reg. No.: 024297 Registered: 11/20/78
Utah State Trademark PENGUIN WITH OUTSTRETCHED WING	Reg. No.: 024296 Registered: 11/20/78

State Trademark	Registration No.
Wyoming State Trademark LITTLE AMERICA WITH PENGUIN WITHIN RED BLOCK	Reg. No.: 199800337213 Registered: 08/28/98
Wyoming State Trademark PENGUIN DESIGN	Reg. No.: 199800337212 Registered: 09/28/98
Wyoming State Trademark PENGUIN DESIGN	Reg. No.: 2688 Registered: 08/21/78
Wyoming State Trademark LARCO WITH PENGUIN DESIGN WITHIN COLORED BLOCK	Reg. No.: 2737 Registered: 12/22/78
Wyoming State Trademark LARCO WITH PENGUIN DESIGN WITHIN COLORED BLOCK	Reg. No.: 2738 Registered: 12/22/78
Wyoming State Trademark LARCO WITH PENGUIN DESIGN WITHIN COLORED BLOCK	Reg. No.: 2739 Registered: 12/22/78
Wyoming State Trademark LARCO WITH PENGUIN DESIGN WITHIN COLORED BLOCK	Reg. No.: 2740 Registered: 12/22/78
Wyoming State Trademark LITTLE AMERICA WITH LARGER PENGUIN DESIGN	Reg. No.: 2689 Registered: 08/21/78
Wyoming State Trademark LITTLE AMERICA WITH LARGER PENGUIN DESIGN	Reg. No.: 2691 Registered: 08/21/78
Wyoming State Trademark LITTLE AMERICA WITH LARGER PENGUIN DESIGN	Reg. No.: 2692 Registered: 08/21/78
Wyoming State Trademark LITTLER AMERICA WITH LARGER PENGUIN DESIGN	Reg. No.: 2690 Registered: 08/21/78

SCHEDULE C**Foreign Trademark Registrations**

Trademark/Country	Registration No.
SINCLAIR & DINOSAUR DESIGN WITHIN PENTAGON - Canada	Reg. No.: TMA158118
SUN VALLEY - Canada	Reg. No.: TMA207303
SUN VALLEY - Canada	Reg. No.: TMA207304

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