

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Thousand Trails, L.P.		04/14/2006	LIMITED PARTNERSHIP: DELAWARE
RECEIVING PARTY DATA			
Name:	MHC TT LEASING COMPANY, INC.		
Street Address:	Two North Riverside Plaza		
Internal Address:	Suite 800		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60606		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 18			
Property Type	Number	Word Mark	
Registration Number:	2127477	AMERICA'S FINEST FAMILY CAMPING	
Registration Number:	2336890	CLUB SELECT	
Registration Number:	2655260	LET'S GO CAMPING	
Registration Number:	2888020	PREFERRED ACCESS	
Registration Number:	1226250	THOUSAND TRAILS	
Registration Number:	2225425	THOUSAND TRAILS & NACO	
Registration Number:	1226247	THOUSAND TRAILS	
Registration Number:	2127219	THOUSAND TRAILS AMERICA'S FINEST FAMILY CAMPING	
Registration Number:	1226248	THOUSAND TRAILS INC.	
Registration Number:	2731676	THOUSAND TRAILS INC. AMERICA'S FINEST FAMILY CAMPING	
Registration Number:	1226993	THOUSAND TRAILS, INC.	
Registration Number:	2731651	THOUSAND TRAILS INC.	

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Registration Number:	1225004	TRAILBLAZER
Registration Number:	1226249	TT
Registration Number:	1244819	TT
Registration Number:	2227702	TTN
Registration Number:	2886651	
Registration Number:	1578175	

#### CORRESPONDENCE DATA

Fax Number: (312)577-8994

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

Phone: 312-902-5200

Email: deborah.wing@kattenlaw.com

Correspondent Name: Deborah Wing c/o Katten Muchin Rosenman

Address Line 1: 525 West Monroe Street

Address Line 4: Chicago, ILLINOIS 60661

ATTORNEY DOCKET NUMBER:	207947-89/THOUSAND TRAILS
NAME OF SUBMITTER:	Deborah A. Wing
Signature:	/DAW/
Date:	06/13/2006

#### Total Attachments: 3

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**U.S. TRADEMARK ASSIGNMENT**

This Assignment is made on this 14 day of April, 2006, between **Thousand Trails, L.P.**, a Delaware limited partnership, with a principal address at 3801 Parkwood Boulevard, Suite 100, Frisco, Texas 75034 (the "Assignor"), and **MHC TT Leasing Company, Inc.**, a Delaware corporation, with its principal address located at Two N. Riverside Plaza, Suite 800, Chicago, Illinois 60606 (the "Assignee").

WHEREAS, Assignor desires to transfer and assign to Assignee, the trademarks set forth in **Schedule A**, (hereinafter the "Marks"), and the goodwill of the business developed through the use of the Marks; and

WHEREAS, Assignee desires to acquire all rights, title, and interest in and to the Marks, any associated state or federal registrations and applications therefor, and the goodwill developed therewith;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers, and sets over to Assignee, the entire right, title, interest in and to the Marks, and the goodwill of the business symbolized by the Marks. All rights and privileges, including the right to sue for and receive all damages from past infringements of the Marks, will be held and enjoyed by the Assignee, its successors, assigns and other legal representatives.

IN WITNESS WHEREOF, Assignor has executed this instrument as of this \_\_\_\_\_ day of April 2006.

THOUSAND TRAILS, L.P.

By: \_\_\_\_\_

Name: George Touras

Title: Authorized Signatory

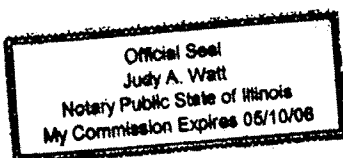
STATE OF IL

COUNTY OF Cook

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SUBSCRIBED AND SWORN  
to before me this 14 day  
of April, 2006


Julie A. Watt  
Notary Public



**TRADEMARK**


**REEL: 003326 FRAME: 0076**

**SCHEDULE A**

<b>MARK (LOGO)</b>	<b>REG. NO.</b>	<b>REG. DATE</b>
AMERICA'S FINEST FAMILY CAMPING and Design	2,127,477	01/06/1998
CLUB SELECT	2,336,890	03/28/2000
LET'S GO CAMPING	2,655,260	12/03/2002
PREFERRED ACCESS	2,888,020	09/21/2004
THOUSAND TRAILS	1,226,250	02/01/1983
THOUSAND TRAILS & NACO	2,225,425	02/23/1999
THOUSAND TRAILS (Stylized)	1,226,247	02/01/1983
THOUSAND TRAILS AMERICA'S FINEST FAMILY CAMPING and Design	2,127,219	01/06/1998
THOUSAND TRAILS INC. (Stylized)	1,226,248	02/01/1983
THOUSAND TRAILS INC. AMERICA'S FINEST FAMILY CAMPING	2,731,676	07/01/2003
THOUSAND TRAILS, INC.	1,226,993	02/08/1983
THOUSAND TRAILS, INC. and Design	2,731,651	07/01/2003
TRAILBLAZER (Stylized)	1,225,004	01/25/1983
TT	1,226,249	02/01/1983
TT and Design	1,244,819	07/05/1983
TTN (Stylized)	2,227,702	03/02/1999
	2,886,651	09/21/2004

**TRADEMARK**

**REEL: 003326 FRAME: 0077**

	1,578,175	1/16/1990
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