

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: 4			
Property Type	Number	Word Mark	
Serial Number:	78403059	GETAWAY CLUB	
Serial Number:	78409755	GETAWAY CLUB	
Serial Number:	78409749	VIP GETAWAY CLUB	
Serial Number:	78403064	VIP GETAWAY CLUB	
CORRESPONDENCE DATA			
Fax Number:	(312)577-8994		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
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 TRAIL		

CH \$115.00 78403059

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TRADEMARK
REEL: 003326 FRAME: 0186

NAME OF SUBMITTER:	Deborah Wing
Signature:	/daw/
Date:	06/13/2006
Total Attachments: 2 source=ThousandTrailsITUTMAssignment#page1.tif source=ThousandTrailsITUTMAssignment#page2.tif	

U.S. TRADEMARK (ITU) ASSIGNMENT

This Assignment is made as of this 14 day of April 2006, by Thousand Trails, L.P., a Delaware limited partnership ("Assignor"), located and doing business at 3801 Parkwood Boulevard, Suite 100, Frisco, Texas 75034 to MHC TT Leasing Company, Inc., a Delaware corporation ("Assignee"), with offices located at Two North Riverside Plaza, Suite 800, Chicago, Illinois 60606.

WHEREAS, Assignor has intended to use in its business and has filed trademark registration applications in the United States Patent and Trademark Office for the trademarks listed on the attached Schedule A, but has not yet filed its allegation or statement of use under Section 1(c) or 1(d) of the Trademark Act (hereinafter referred to as the "Trademarks"); and

WHEREAS, Assignee, as successor in interest to the business of the Applicant, is desirous of acquiring said Trademarks.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor sells, assigns and transfers to Assignee the entire right, title, and interest in, to and under the Trademarks and the resulting registrations therefor, as part of the entire business to which the marks pertain and together with the goodwill of the business connected with the use of and symbolized by the Trademarks and the right to sue and recover for any past or future infringements of the Trademarks.

THOUSAND TRAILS, L.P.

By: _____

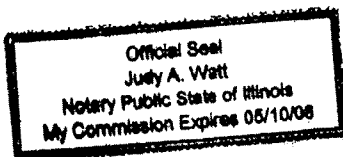
Name: _____

Title: _____

STATE OF IL)
COUNTY OF Cook) SS

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

Judy A. Watt
Notary Public



TRADEMARK

REEL: 003326 FRAME: 0188

SCHEDULE A

MARK (LOGO)	REG. NO.	REG. DATE	SERIAL NO.	FILING DATE
GETAWAY CLUB	N/A	N/A	78/403,059	04/16/2004
GETAWAY CLUB and Design	N/A	N/A	78/409,755	04/28/2004
VIP GETAWAY CLUB	N/A	N/A	78/409,749	04/28/2004
VIP GETAWAY CLUB	N/A	N/A	78/403,064	04/16/2004

TRADEMARK