

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Esperanza Capital Partners, LLC		10/11/2006	LIMITED LIABILITY COMPANY: COLORADO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Esperanza Trademark Holdings, LLC		
<b>Street Address:</b>	c/o Levy Family Partners, 415 N. LaSalle		
<b>Internal Address:</b>	Suite 700B		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60610		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78615337	ESPERANZA	
<b>Serial Number:</b>	78616658	ESPERANZA RESORT	
<b>Serial Number:</b>	78616657	E	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(312)236-7516		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	312.368.4000		
<b>Email:</b>	ch.tm@dlapiper.com		
<b>Correspondent Name:</b>	Mark I. Feldman		
<b>Address Line 1:</b>	P.O. Box 64807		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60664-0807		
<b>ATTORNEY DOCKET NUMBER:</b>	357535-000005		
<b>NAME OF SUBMITTER:</b>	Mark I. Feldman		

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Signature:

/Mark I. Feldman/

Date:

11/03/2006

**Total Attachments: 3**

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## ASSIGNMENT OF TRADEMARKS

**WHEREAS**, ESPERANZA CAPITAL PARTNERS, LLC, a Colorado limited liability company, having its principal place of business at 201 Main Street, Suite 202, Carbondale, Colorado 81623 (“Assignor”), is the owner of the U.S. Trademark Applications shown on the attached Schedule A (the “Marks”) and


**WHEREAS**, Assignor desires to assign its entire right, title and interest in and to the Marks and resulting registrations to ESPERANZA TRADEMARK HOLDINGS LLC, a Delaware limited liability company, with a principal office located at c/o Levy Family Partners, 415 N. LaSalle, Suite 700B, Chicago, Illinois 60610, Attention: Benjamin Weprin (“Assignee”), and Assignee desires to acquire Assignor’s entire right, title and interest in, to and under the said Marks and the corresponding Trademark Applications and resulting registrations;

**NOW, THEREFORE**, for and in consideration of the sum of Two Million Dollars (U.S.\$2,000,000.00), to it in hand paid by said Assignee, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, said Assignor does hereby sell, assign, transfer and set over to said Assignee all of its right, title and interest in, to and under said Marks, the Trademark Applications and resulting registrations, together with the goodwill of the business symbolized by the Marks, together with all rights and privileges granted and secured thereby, including the right to sue and recover for any past infringement, said rights to be held and enjoyed by said Assignee, for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives as fully and entirely as the same would have been held and enjoyed by said Assignor if this Assignment and sale had not been made.

**IN TESTIMONY WHEREOF**, Assignor has executed this Assignment by its proper officers thereunto duly authorized.

[Signatures Continued on Next Page]

ESPERANZA CAPITAL PARTNERS, LLC

By:   
Name: David A. Burden  
Title: Manager  
Date: October 11, 2006

**SCHEDULE A**

<b><u>Mark</u></b>	<b><u>U.S. Appl. No.</u></b>	<b><u>Filing Date</u></b>
"ESPERANZA" Design and Logo	78/615337	April 23, 2005
ESPERANZA RESORT	78/616658	April 26, 2005
"E" Design and Logo	78/616657	April 26, 2005

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