

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pinehurst, Inc.		12/15/2006	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	Pinehurst, LLC
Street Address:	80 Carolina Vista
City:	Village of Pinehurst
State/Country:	NORTH CAROLINA
Postal Code:	28374
Entity Type:	LIMITED LIABILITY COMPANY: NORTH CAROLINA

PROPERTY NUMBERS Total: 42

Property Type	Number	Word Mark
Registration Number:	1593012	PINEHURST
Registration Number:	0506136	PINEHURST
Registration Number:	1517264	PINEHURST
Registration Number:	1809249	PINEHURST
Registration Number:	1679510	PINEHURST
Registration Number:	1594515	PINEHURST
Registration Number:	1601470	PINEHURST
Registration Number:	1663739	PINEHURST RESORT & COUNTRY CLUB
Registration Number:	1663828	PINEHURST RESORT & COUNTRY CLUB
Registration Number:	1603710	PINEHURST
Registration Number:	1810673	PINEHURST
Registration Number:	1811520	PINEHURST MAGAZINE
Registration Number:	1129533	

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Registration Number:	1279252	NORTH AND SOUTH
Registration Number:	1276538	THE PINEHURST GOLF ADVANTAGE
Registration Number:	2426291	
Registration Number:	2365592	PINEHURST
Registration Number:	2367370	PINEHURST
Registration Number:	2567450	PINEHURST
Registration Number:	2567452	PINEHURST
Registration Number:	2571441	PINEHURST
Registration Number:	2588380	PINEHURST
Registration Number:	2591464	PINEHURST
Registration Number:	2609638	PINEHURST
Registration Number:	2609641	PINEHURST
Registration Number:	2612518	PINEHURST
Registration Number:	2634838	PINEHURST
Registration Number:	2649018	PINEHURST
Registration Number:	2674339	PINEHURST
Registration Number:	2685670	PINEHURST
Registration Number:	2693750	PINEHURST
Registration Number:	2723365	PINEHURST
Registration Number:	2641646	THE PINEHURST COMPANY
Registration Number:	2963615	THE SPA AT PINEHURST
Registration Number:	2904280	THE SPA AT PINEHURST
Registration Number:	3038898	THE SPA AT PINEHURST
Serial Number:	76668485	
Serial Number:	76668486	
Serial Number:	76668487	
Serial Number:	76668488	
Serial Number:	76668489	
Serial Number:	76668490	

CORRESPONDENCE DATA

Fax Number: (214)999-1506

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

Phone: 214-969-1767

Email: deborah.lively@tklaw.com

Correspondent Name: Deborah L. Lively, Thompson & Knight LLP

Address Line 1: 1700 Pacific Avenue
Address Line 2: Suite 3300
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER: 509659.000001

NAME OF SUBMITTER: Deborah L. Lively

Signature: /deborah l. lively/

Date: 12/27/2006

Total Attachments: 2
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State of North Carolina
Department of the Secretary of State

ARTICLES OF ORGANIZATION
INCLUDING ARTICLES OF CONVERSION

Pursuant to §§ 57C-2-21, 57C-9A-01 and 57C-9A-03 of the General Statutes of North Carolina, the undersigned converting business entity does hereby submit these Articles of Organization Including Articles of Conversion for the purpose of forming a limited liability company.

1. The name of the limited liability company is: Pinehurst, LLC
The limited liability company is being formed pursuant to a conversion of another business entity.
2. The name of the converting business entity is Pinehurst, Inc.
and the organization and internal affairs of the converting business entity are governed by the laws of the state or country of North Carolina.
A plan of conversion has been approved by the converting business entity as required by law.
3. The converting business entity is a (check one): domestic corporation; foreign corporation; foreign limited liability company; domestic limited partnership; foreign limited partnership; domestic registered limited liability partnership; foreign limited liability partnership; or other partnership as defined in G.S. 59-36, whether or not formed under the laws of North Carolina.
4. If the limited liability company is to dissolve by a specific date, the latest date on which the limited liability company is to dissolve: (If no date for dissolution is specified, there shall be no limit on the duration of the limited liability company.) _____
5. The name and address of each person executing these articles of organization is as follows: (State whether each person is executing these articles of organization in the capacity of a member, organizer or both).
Richard N. Beckert - Organizer
3030 LBJ Freeway, Ste 500
Dallas, TX 75234
6. The street address and county of the initial registered office of the limited liability company is:
Number and Street 225 Hillsborough Street
City, State, Zip Code Raleigh, North Carolina 27603 County Wake
7. The mailing address, if different from the street address, of the initial registered office is:

8. The name of the initial registered agent is: CT Corporation System

9. Principal office information: (Select either a or b.)

a. The limited liability company has a principal office.

- The street address and county of the principal office of the limited liability company is:

Number and Street 80 Carolina Vista

City, State, Zip Code Village of Pinehurst, NC 28374

County Moore

- The mailing address, *if different from the street address*, of the principal office of the limited liability company is: _____

b. The limited liability company does not have a principal office.

10. Check one of the following:

(i) **Member-managed LLC**: all members by virtue of their status as members shall be managers of this limited liability company.

(ii) **Manager-managed LLC**: except as provided by N.C.G.S. Section 57C-3-20(a), the members of this limited liability company shall not be managers by virtue of their status as members.

11. Any other provisions which the limited liability company elects to include are attached.

12. These articles will be effective upon filing, unless a date and/or time is specified:

This is the 15th day of December, 20 06.

Pinehurst, LLC


Signature

Richard N. Beckett CEO/organizer
Type or Print Name and Title

NOTES.

1. Filing fee is \$125. This document must be filed with the Secretary of State.

CORPORATIONS DIVISION
(Revised January 2002)

P.O. BOX 29622

RALEIGH, NC 27626-0622
(Form L-01A)

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