

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
SOUTHLAND ENTERTAINMENT, LLC		05/15/2008	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	AL ADVENTURE OPERATIONS, LLC
Street Address:	c/o Angelo, Gordon & Co.
Internal Address:	245 Park Avenue, 26th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10167
Entity Type:	LIMITED LIABILITY COMPANY: ALABAMA

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	3267930	ALABAMA ADVENTURE
Registration Number:	3231937	MAGIC CITY USA
Registration Number:	2881245	RAMPAGE
Registration Number:	2888690	ACAPULCO DROP
Registration Number:	3025102	CELEBRATION CITY
Registration Number:	2816722	STEEL WATERS
Registration Number:	2814785	VISIONLAND
Registration Number:	2894423	MARVEL CITY
Registration Number:	2820974	WILD RIVER GORGE
Registration Number:	2889930	MAGIC ADVENTURE
Registration Number:	2887312	SPLASH BEACH

CORRESPONDENCE DATA

CH \$290.00 3267930

Fax Number: (856)873-9083
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (856) 873-5517
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Correspondent Name: Christopher S. Lam
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ATTORNEY DOCKET NUMBER:	014979
NAME OF SUBMITTER:	Christopher S. Lam
Signature:	/Christopher S. Lam/
Date:	06/27/2008

Total Attachments: 2
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ASSIGNMENT OF SERVICE MARKS

WHEREAS, SOUTHLAND ENTERTAINMENT, LLC, a Delaware limited liability company (the "Assignor"), is the owner of record of the service marks set forth in Exhibit A attached hereto (collectively, the "Marks"); and

WHEREAS, AL ADVENTURE OPERATIONS, LLC, an Alabama limited liability company ("Assignee"), is acquiring all right, title and interest in and to the Marks together with the goodwill of the business symbolized by the Marks and the registrations thereof, together with the right to recover for damages and profits for past infringements thereof; and

WHEREAS, it is desired that the assignment of said registrations be made of record with the United States Patent and Trademark Office, the Secretary of State of the State of Alabama and other appropriate state trademark offices, as applicable.

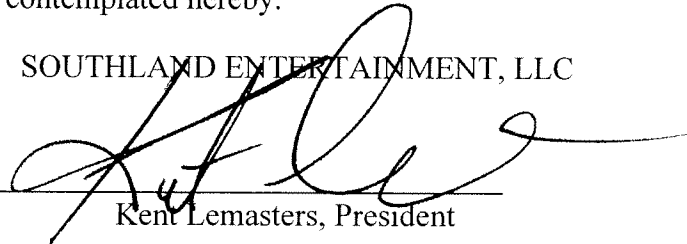
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, Assignor hereby assigns to Assignee all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and the registrations thereof as set forth in Exhibit A, and all rights to damages and profits, due or accrued, arising out of past infringements of the Marks, and the right to sue for and recover the same.

Assignor hereby agrees to execute and deliver at the request of Assignee, all papers, instruments, and assignments reasonably necessary, and to perform any other reasonable acts that Assignee may require, in order to vest all of Assignor's right, title and interest in and to the Marks in Assignee and/or provide evidence to support any of the foregoing in the event that such evidence is deemed necessary by the United States Patent and Trademark Office, the Secretary of State of the State of Alabama or other appropriate state trademark office, as applicable, to the extent such evidence is in the possession and control of Assignor. Assignee shall be responsible for all fees associated with the assignments contemplated hereby.

SOUTHLAND ENTERTAINMENT, LLC

Date: May 15, 2008

By:


Kent Lemasters, President

State of Alabama :
: SS
County of Jefferson :

Sworn to and subscribed
before me this 12th day
of May, 2008.

EXHIBIT A

SERVICE MARKS
SOUTHLAND ENTERTAINMENT, LLC
TO
AL ADVENTURE OPERATIONS, LLC

<u>Mark</u>	<u>Registration / Serial No.</u>	<u>Registration Date Filing Date</u>
ZOOMERANG	AL RN: 109-691	Reg: August 4, 2005
ALABAMA ADVENTURE	US RN: 3,267,930	Reg: July 24, 2007
MAGIC CITY USA	US RN: 3,231,937	Reg: April 17, 2007
RAMPAGE	US RN: 2,881,245	Reg: September 7, 2004
ACAPULCO PROP	US RN: 2,888,690	Reg: September 28, 2004
CELEBRATION CITY	US RN: 3,025,102	Reg: December 13, 2005
STEEL WATERS	US RN: 2,816,722	Reg: February 24, 2004
VISIONLAND	US RN: 2,814,785	Reg: February 17, 2004
MARVEL CITY	US RN: 2,894,423	Reg: October 19, 2004
WILD RIVER GORGE	US RN: 2,820,974	Reg: March 9, 2004
MAGIC ADVENTURE	US RN: 2,889,930	Reg: September 28, 2004
SPLASH BEACH	US RN: 2,887,312	Reg: September 21, 2004