

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Security Agreement (Trademarks) (First Lien) |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|----------------------|----------|----------------|-------------------------------------|
| WCI Communities, LLC | | 09/03/2009 | LIMITED LIABILITY COMPANY: DELAWARE |

RECEIVING PARTY DATA

| | |
|--------------------------|--|
| Name: | Wilmington Trust FSB, as administrative agent and collateral agent |
| Street Address: | 591 Broadway |
| Internal Address: | 2nd Floor |
| City: | New York |
| State/Country: | NEW YORK |
| Postal Code: | 10012 |
| Entity Type: | Federal Savings Bank: UNITED STATES |

PROPERTY NUMBERS Total: 61

| Property Type | Number | Word Mark |
|----------------------|---------|--------------------------------------|
| Registration Number: | 2993982 | WCI LIFESTYLES BEYOND EXPECTATIONS |
| Registration Number: | 3025677 | WCI LIFESTYLES BEYOND EXPECTATIONS |
| Registration Number: | 3010180 | SIGNATURE SERVICES CONCIERGE |
| Registration Number: | 3025882 | SIGNATURE SERVICES CONCIERGE SSC |
| Registration Number: | 3159544 | WCI THE EXPERIENCE IS EVERYTHING |
| Registration Number: | 3254049 | WCI THE EXPERIENCE IS EVERYTHING |
| Registration Number: | 3159543 | WCI THE EXPERIENCE IS EVERYTHING |
| Registration Number: | 3159545 | WCI THE EXPERIENCE IS EVERYTHING |
| Registration Number: | 3162514 | LIVE THE EXPERIENCE. ADMIRE THE VIEW |
| Registration Number: | 3162518 | LIVE THE EXPERIENCE. ADMIRE THE VIEW |
| Registration Number: | 2863051 | WATERLEFE |
| Registration Number: | 2863050 | WATERLEFE |
| Registration Number: | 2561231 | WCI |

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|----------------------|---------|----------------------|
| Registration Number: | 2742508 | WCI |
| Registration Number: | 2672739 | WCI COMMUNITIES INC. |
| Registration Number: | 2684095 | WCI COMMUNITIES INC. |
| Registration Number: | 2570769 | TIBURON |
| Registration Number: | 2613838 | TIBURON |
| Registration Number: | 2685174 | TIBURON |
| Registration Number: | 2629890 | TIBURON |
| Registration Number: | 2679476 | TIBURON |
| Registration Number: | 2606524 | TIBURON |
| Registration Number: | 2703475 | TIBURON |
| Registration Number: | 2570770 | TIBURON |
| Registration Number: | 2702913 | TIBURON |
| Registration Number: | 2854127 | TIBURON |
| Registration Number: | 2634017 | TIBURON NAPLES |
| Registration Number: | 2676038 | TIBURON NAPLES |
| Registration Number: | 2733709 | TIBURON NAPLES |
| Registration Number: | 2613836 | TIBURON NAPLES |
| Registration Number: | 2608607 | TIBURON NAPLES |
| Registration Number: | 2633863 | TIBURON NAPLES |
| Registration Number: | 2650043 | TIBURON |
| Registration Number: | 2684187 | TIBURON |
| Registration Number: | 2666128 | SUN CITY CENTER |
| Registration Number: | 2677212 | SUN CITY CENTER |
| Registration Number: | 2668691 | SUN CITY CENTER |
| Registration Number: | 2796862 | SUN CITY CENTER |
| Registration Number: | 2695037 | SUNCITYCENTER |
| Registration Number: | 2666113 | SUNCITYCENTER |
| Registration Number: | 2668676 | SUNCITYCENTER |
| Registration Number: | 2816192 | SUN CITY CENTER |
| Registration Number: | 2896082 | OLD PALM GOLF CLUB |
| Registration Number: | 2897631 | OLD PALM GOLF CLUB |
| Registration Number: | 2687357 | OLD PALM GOLF CLUB |
| Registration Number: | 2743800 | OLD PALM GOLF CLUB |
| Registration Number: | 2919313 | OLD PALM GOLF CLUB |
| Registration Number: | 2893716 | OLD PALM GOLF CLUB |

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|----------------------|---------|---|
| Registration Number: | 2897635 | OLD PALM GOLF CLUB THE PALM BEACHES |
| Registration Number: | 2938512 | OLD PALM GOLF CLUB THE PALM BEACHES |
| Registration Number: | 2809075 | OLD PALM GOLF CLUB THE PALM BEACHES |
| Registration Number: | 2772242 | OLD PALM GOLF CLUB THE PALM BEACHES |
| Registration Number: | 2916569 | OLD PALM GOLF CLUB THE PALM BEACHES |
| Registration Number: | 2948668 | TIBURON |
| Registration Number: | 2952213 | TIBURON |
| Registration Number: | 2854383 | TIBURON |
| Registration Number: | 2771066 | SKY HOMES |
| Registration Number: | 2771067 | SKY HOMES |
| Registration Number: | 3358307 | TIBURON |
| Registration Number: | 2878706 | ON THE MARK HOSPITALITY CONCIERGE PROGRAM |
| Registration Number: | 2964550 | TIBURON |

CORRESPONDENCE DATA

Fax Number: (212)836-6337
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-836-7319
Email: psomelofske@kayescholer.com
Correspondent Name: Paul J. Somelofske c/o Kaye Scholer
Address Line 1: 425 Park Avenue
Address Line 2: 16-06
Address Line 4: New York, NEW YORK 10022

| | |
|-------------------------|----------------------|
| ATTORNEY DOCKET NUMBER: | 58965-0002 |
| NAME OF SUBMITTER: | Paul J. Somelofske |
| Signature: | /Paul J. Somelofske/ |
| Date: | 09/03/2009 |

Total Attachments: 10
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SECURITY AGREEMENT

(TRADEMARKS)

September 3, 2009

WHEREAS, WCI Communities, LLC, a Delaware limited liability company, (the “Grantor”), has adopted, used and is using the trademarks listed on Schedule 1 annexed hereto as part hereof, which trademarks are registered in the United States Patent and Trademark Office (the “Trademarks”);

WHEREAS, the Grantor is obligated to Wilmington Trust FSB, as administrative agent (the “Senior Term Loan Agent”) and collateral agent (referred to herein in its capacity as collateral agent as the “Grantee”) and the other Senior Term Loan Lenders as defined in the Security Agreement dated as of August 31, 2009 (the “Security Agreement”) among the Grantor, the other Debtors (as defined in the Security Agreement), and the Grantee for the payment and performance of the Secured Obligations (as defined in the Security Agreement); and

WHEREAS, pursuant to the Security Agreement, the Grantor has granted to Grantee a security interest in all right, title and interest of the Grantor in, to and under the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications, registrations, recordings, extension and renewals thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may now or hereafter exist by reason of infringement thereof (the “Collateral”), to secure the payment, performance and observance of the Secured Obligations;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Grantor does hereby further grant to the Grantee, on behalf of itself, the Senior Term Loan Agent and the Senior Term Loan Lenders, a security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of Grantee with respect to the security interest in the Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Grantee’s address is Wilmington Trust FSB, 591 Broadway, 2nd Floor, New York, New York 10012.

IN WITNESS WHEREOF, Grantor has caused this Security Agreement (Trademarks) to be duly executed by its officer thereunto duly authorized as of the date first above written.

WCI COMMUNITIES, LLC

By: WCI Communities, Inc., its sole member

By: 

Name: Jonathan M. Pertchik

Title: President

SCHEDULE 1 TO SECURITY AGREEMENT

TRADEMARKS

| Docket No. | Mark | Class | Country | Serial No./ Registration No. | Filing Date/ Reg. Date |
|-------------------|--------------------------------|---------------------|------------------|---|---------------------------------------|
| 74753/00012 | WCI | 036, 037, 039 | Florida State | T00000000 448 | 4/13/2000 |
| 74753/00025 | TIBURON & DESIGN | 036, 037, 041 | Florida State | T00000000 679 | 6/8/2000 |
| 74753/00026 | TIBURON & DESIGN | 036, 037, 041 | Florida State | T00000000 678 | 6/8/2000 |
| 74753/00032 | PELICAN LANDING & DESIGN | | Florida State | T12817 | 4/30/1990 |
| 74753/00034 | DESIGN OF HERON | 036, 037 | Florida State | T94000001 571 | 12/16/1994 |
| 74753/00035 | HERON BAY & DESIGN | 036, 037 | Florida State | T94000001 572 | 12/16/1994 |
| 74753/00062 | TIBURON NAPLES & DESIGN | 036, 037, 041 | Florida State | T00000000 929 | 8/10/2000 |
| 74753/00063 | TIBURON (STYLIZED) | 036, 037, 041 | Florida State | T00000000 928 | 8/10/2000 |
| 74753/00064 | TIBURON NAPLES & DESIGN | 036, 037, 041 | Florida State | T00000000 926 | 8/10/2000 |
| 74753/00065 | TIBURON & DESIGN | 036, 037, 341 | Florida State | T00000000 923 | 8/10/2000 |

| Docket No. | Mark | Class | Country | Serial No./ Registratio n No. | Filing Date/ Reg. Date |
|-------------------|---|---------------------|------------------|--|---------------------------------------|
| 74753/00066 | TIBURON NAPLES & DESIGN | 025, 028 | Florida State | T00000000 657 | 6/7/2000 |
| 74753/00067 | TIBURON (STYLIZED) | 036, 037, 041 | Florida State | T00000000 920 | 8/10/2000 |
| 74753/00077 | TIBURON | 036, 037, 041 | Florida State | T00000000 919 | 8/10/2000 |
| 74753/00081 | WCI LIFESTYLES BEYOND EXPECTATIO NS | 043 | U.S. | 76/602,244 2,993,982 | 7/13/2004 9/13/2005 |
| 74753/00082 | WCI LIFESTYLES BEYOND EXPECTATIO NS | 041 | U.S. | 76/602,249 3,025,677 | 7/13/2004 12/13/2005 |
| 74753/00084 | SIGNATURE SERVICES CONCIERGE | 045 | U.S. | 76/586,178 3,010,180 | 04/12/2004 11/1/2005 |
| 74753/00105 | SIGNATURE SERVICES CONCIERGE AND DESIGN | 045 | U.S. | 76/613,420 3,025,882 | 09/29/2004 12/13/2005 |
| 74753/00109 | WCI THE EXPERIENCE IS EVERYTHIN G | 036 | U.S. | 76/619,267 3,159,544 | 11/4/2005 10/17/2006 |
| 74753/00110 | WCI THE EXPERIENCE IS EVERYTHIN G | 043 | U.S. | 76/619,127 3,254,049 | 11/4/2004 6/19/2007 |

| Docket No. | Mark | Class | Country | Serial No./ Registration No. | Filing Date/ Reg. Date |
|-------------|---|---------------------|------------------|---------------------------------|---------------------------|
| 74753/00111 | WCI THE EXPERIENCE IS EVERYTHIN G | 041 | U.S. | 76/619,266 3,159,543 | 11/4/2004 10/17/2006 |
| 74753/00112 | WCI THE EXPERIENCE IS EVERYTHIN G | 037 | U.S. | 76/619,268 3,159,545 | 11/4/2004 10/17/2006 |
| 74753/00116 | WCI | 036, 037, 039 | Canada | 1,259,032 660,830 | 5/27/2005 3/15/2006 |
| 74753/00121 | LOST KEY GOLF AND BEACH CLUB | 036, 037, 042 | Florida State | T05000001 475 | 11/18/2005 |
| 74753/00127 | LIVE THE EXPERIENCE , ADMIRE THE VIEW | 036 | U.S. | 78/765,420 3,162,514 | 12/2/2005 10/24/2006 |
| 74753/00128 | LIVE THE EXPERIENCE , ADMIRE THE VIEW | 037 | U.S. | 78/765,456 3,162,518 | 12/2/2005 10/24/2006 |
| 74753/00129 | OCEANSIDE & DESIGN | 036, 037 | Florida State | T06000001 236 | 9/26/2006 |
| 74753/02620 | WATERLEFE | 039 | U.S. | 76/053,829 2,863,051 | 05/22/2000 07/13/2004 |
| 74753/02625 | WATERLEFE and design | 039 | U.S. | 76/052,734 2,863,050 | 05/22/2000 07/13/2004 |
| 74753/04855 | WCI | 039, 041, 042 | U.S. | 76/063,853 2,561,231 | 06/06/2000 04/16/2002 |

| Docket No. | Mark | Class | Country | Serial No./ Registration No. | Filing Date/ Reg. Date |
|------------------|---------------------------------------|-----------------------------|---------|---------------------------------|------------------------------|
| 74753/04856 | WCI | 036, 037 | U.S. | 75/842,209 2,742,508 | 11/05/1999 0 7/29/2003 |
| 74753/04857 | WCI COMMUNITIES INC. | 039, 041, 042 | U.S. | 75/063,855 2,672,739 | 06/06/2000 01/07/2003 |
| 74753/04858 | WCI COMMUNITIES INC. | 036, 037 | U.S. | 75/842,208 2,684,095 | 11/05/1999 02/04/2003 |
| 74753/04861 | TIBURON (stylized) | 036, 037, 041, 042 | U.S. | 76/014,134 2,570,769 | 03/31/2000 05/21/2002 |
| 74753/04861 A | TIBURON | 035 | U.S. | 75/980,513 2,613,838 | 03/31/2000 09/03/2002 |
| 74753/04862 A | TIBURON (stylized) | 035 | U.S. | 75/980,746 2,685,174 | 03/31/2000 2/11/2003 |
| 74753/04862 | TIBURON (stylized) | 036, 037, 041, 042 | U.S. | 76/014,514 2,629,890 | 03/31/2000 10/08/2002 |
| 74753/04863 A | TIBURON and design (fin) | 035 | U.S. | 75/980,470 2,679,476 | 03/31/2000 01/28/2003 |
| 74753/04863 | TIBURON and design (fm) | 036, 037, 041, 042 | U.S. | 76/014,138 2,606,524 | 03/31/2000 08/13/2002 |
| 74753/04864 A | TIBURON and design (fin in box) | 035 | U.S. | 75/980,514 2,703,475 | 03/31/2000 04/08/2003 |
| 74753/04864 | TIBURON and design (fin in box) | 036, 037, 041, 042 | U.S. | 76/014,136 2,570,770 | 06/31/2000 05/21/2002 |

| Docket No. | Mark | Class | Country | Serial No./ Registration No. | Filing Date/ Reg. Date |
|------------------|--|-----------------------------|---------|---------------------------------|---------------------------|
| 74753/04865 A | TIBURON and design (fin, squiggle in box) | 035 | U.S. | 75/980,472 2,702,913 | 03/31/2000 04/01/2003 |
| 74753/04865 | TIBURON and design (fin, squiggle in box) | 036, 037, 041, 042 | U.S. | 76/014,140 2,854,127 | 03/31/2000 06/15/2004 |
| 74753/04866 | TIBURON NAPLES and design (fin, squiggle) | 025, 028 | U.S. | 76/062,960 2,634,017 | 06/05/2000 10/15/2002 |
| 74753/04873 | TIBURON NAPLES and design (fin, squiggle) | 035 | U.S. | 76/014,513 2,676,038 | 03/31/2000 01/21/2003 |
| 74753/04873 A | TIBURON NAPLES and design (fin, squiggle) | 036, 037, 041, 042 | U.S. | 75/980,741 2,733,709 | 03/31/2000 07/08/2003 |
| 74753/04874 A | TIBURON NAPLES and design (fin, squiggle in box) | 035 | U.S. | 75/980,471 2,613,836 | 03/31/2000 09/03/2002 |
| 74753/04874 | TIBURON NAPLES and design (fin, squiggle in box) | 041, 042 | U.S. | 76/014,139 2,608,607 | 03/31/2000 08/20/2002 |
| 74753/04875 | TIBURON NAPLES and design (fin, squiggle in box) | 036, 037 | U.S. | 75/842,210 2,633,863 | 11/05/1999 10/15/2002 |
| 74753/05066 A | TIBURON and design (fin, squiggle) | 035 | U.S. | 75/980,512 2,650,043 | 03/31/2000 11/12/2002 |

| Docket No. | Mark | Class | Country | Serial No./ Registration No. | Filing Date/ Reg. Date |
|-------------------|--|-----------------------------|----------------|---|---------------------------------------|
| 74753/05066 | TIBURON and design (fin, squiggle) | 036, 037, 041, 042 | U.S. | 76/014,137 2,684,187 | 03/31/2000 02/04/2003 |
| 74753/13347 | SUN CITY CENTER | 036 | U.S. | 76/346,064 2,666,128 | 12/06/2001 12/24/2002 |
| 74753/13348 | SUN CITY CENTER | 037 | U.S. | 76/345,841 2,677,212 | 12/06/2001 01/21/2003 |
| 74753/13349 | SUN CITY CENTER | 041 | U.S. | 76/346,063 2,668,691 | 12/06/2001 12/31/2002 |
| 74753/13350 | SUN CITY CENTER | 042 | U.S. | 76/418,457 2,796,862 | 05/28/2002 12/23/2003 |
| 74753/13354 | SUN CITY CENTER and design | 036 | U.S. | 76/343,778 2,695,037 | 11/30/2001 03/11/2003 |
| 74753/13355 | SUN CITY CENTER and design | 037 | U.S. | 76/343,777 2,666,113 | 11/30/2001 12/24/2002 |
| 74753/13356 | SUN CITY CENTER and design | 041 | U.S. | 76/434,775 2,668,676 | 11/30/2001 12/31/2002 |
| 74753/13357 | SUN CITY CENTER and design | 042 | U.S. | 76/418,343 2,816,192 | 05/28/2002 |
| 74753/14079 | OLD PALM GOLF CLUB | 025 | U.S. | 76/292,082 2,896,082 | 07/25/2001 |
| 74753/14080 | OLD PALM GOLF CLUB | 028 | U.S. | 76/289,992 2,897,631 | 07/25/2001 |
| 74753/14081 | OLD PALM GOLF CLUB | 036 | U.S. | 76/292,079 2,687,357 | 07/25/2001 |
| 74753/14082 | OLD PALM GOLF CLUB | 037 | U.S. | 76/289,991 2,743,800 | 07/25/2001 |

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|-------------|--|-------|---------|---------------------------------|---------------------------|
| 74753/14083 | OLD PALM GOLF CLUB | 041 | U.S. | 76/292,083 2,919,313 | 07/25/2001 |
| 74753/14084 | OLD PALM GOLF CLUB | 042 | U.S. | 76/290,402 2,893,716 | 07/25/2001 |
| 74753/14085 | OLD PALM GOLF CLUB and design | 025 | U.S. | 76/293,622 2,897,635 | 08/01/2001 |
| 74753/14086 | OLD PALM GOLF CLUB and design | 028 | U.S. | 76/293,618 2,938,512 | 08/01/2001 |
| 74753/14088 | OLD PALM GOLF CLUB and design | 036 | U.S. | 76/293,623 2,809,075 | 08/01/2001 |
| 74753/14089 | OLD PALM GOLF CLUB and design | 037 | U.S. | 76/293,324 2,772,242 | 08/01/2001 |
| 74753/14090 | OLD PALM GOLF CLUB and design | 041 | U.S. | 76/293,619 2,916,569 | 08/01/2001 |
| 74753/15655 | TIBURON and design (fin) | 042 | U.S. | 76/339,022 2,948,668 | 11/16/2001 |
| 74753/15658 | TIBURON | 042 | U.S. | 76/338,751 2,952,213 | 11/16/2001 |
| 74753/15659 | TIBURON | 041 | U.S. | 76/339,020 2,854,383 | 31/16/2001 |
| 74753/22185 | SKY HOMES | 036 | U.S. | 76/415,366 2,771,066 | 05/29/2002 |
| 74753/22186 | SKY HOMES | 037 | U.S. | 76/415,398 2,771,067 | 05/29/2002 10/07/2003 |

| Docket No. | Mark | Class | Country | Serial No./ Registratio n No. | Filing Date/ Reg. Date |
|-------------------|---|--------------|----------------|--|---------------------------------------|
| 74753/31059 | TIBURON | 028 | U.S. | 76/498,596 3,358,307 | 03/19/2003 12/25/2007 |
| 74753/32504 | ON THE MARK HOSPITALIT Y CONCIERGE PROGRAM | 045 | U.S. | 76/515,871 2,878,706 | 05/20/2003 8/31/2004 |
| 74753/33370 | TIBURON | 25 | U.S. | 76/537,137 2,964,550 | 8/13/2003 7/5/2005 |