

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Copper Mountain, Inc.		12/18/2009	CORPORATION: DELAWARE
CMH Corporation		12/18/2009	CORPORATION: COLORADO
Wheeler Junction Electric Company		12/18/2009	CORPORATION: COLORADO
Copper Mountain Real Estate, Inc.		12/18/2009	CORPORATION: COLORADO

**RECEIVING PARTY DATA**

<b>Name:</b>	Powdr - Copper Mountain LLC
<b>Street Address:</b>	P.O. Box 4646, 1790 Bonanza Drive
<b>Internal Address:</b>	Suite W201
<b>City:</b>	Park City
<b>State/Country:</b>	UTAH
<b>Postal Code:</b>	84060
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 18**

Property Type	Number	Word Mark
Registration Number:	2033069	C COPPER
Registration Number:	2580285	BEELINE ADVANTAGE
Registration Number:	2696147	CAMP HALE COFFEE
Registration Number:	3065912	CATALYST
Registration Number:	2882083	COPPER CLOTHING CO.
Registration Number:	2338217	COPPER COMMONS
Registration Number:	2616142	COPPER CREEK
Registration Number:	1102372	COPPER MOUNTAIN
Registration Number:	2327560	COPPER MOUNTAIN
Registration Number:	2556480	COPPER STATION
Registration Number:	2586354	ENDO'S ADRENALINE CAFE

CH \$465.00 2033069

Registration Number:	3309724	JILL'S UMBRELLA BAR
Registration Number:	3304557	JILL'S UMBRELLA BAR
Registration Number:	2809085	THE LEWIS RANCH AT COPPER
Registration Number:	2033068	WHERE THE SKIERS SKI
Serial Number:	77169920	ECOLOGIC CONNECT · RESPECT · PROTECT
Serial Number:	77618878	COPPER MOUNTAIN ECOLOGIC CONNECT RESPECT PROTECT
Serial Number:	77463699	PROGRESSION IS INEVITABLE

**CORRESPONDENCE DATA**

Fax Number: (213)929-2525  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 213-929-2555  
Email: gsultan@swlaw.com  
Correspondent Name: Gregg R. Sultan  
Address Line 1: 350 South Grand Avenue  
Address Line 2: Suite 2600  
Address Line 4: Los Angeles, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER:	37173-0045
NAME OF SUBMITTER:	Gregg R. Sultan
Signature:	/grs/
Date:	01/04/2010

Total Attachments: 11  
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## ASSIGNMENT OF TRANSFERRED INTELLECTUAL PROPERTY

THIS ASSIGNMENT OF TRANSFERRED INTELLECTUAL PROPERTY (the "**Assignment**") is made, executed and delivered as of December 18, 2009, by and among, COPPER MOUNTAIN, INC., a Delaware corporation ("**CMI**"), CMH CORPORATION, a Colorado corporation ("**CMH**"), WHEELER JUNCTION ELECTRIC COMPANY, a Colorado corporation ("**Wheeler**"), COPPER MOUNTAIN REAL ESTATE, INC., a Colorado corporation ("**CMREI**") (CMI, CMH, Wheeler and CMREI, collectively "**Assignor**"), and POWDR CORP., a Delaware corporation ("**Powdr**") and POWDR - COPPER MOUNTAIN LLC, a Delaware limited liability company ("**Assignee**"), under the following circumstances:

### BACKGROUND:

This Assignment is being executed and delivered pursuant to that certain Asset Purchase Agreement by and between Assignor and Powdr Corp., a Delaware corporation ("**Powdr**") dated as of November 5, 2009, as amended ("**Purchase Agreement**"). Pursuant to that certain Assignment and Assumption of Asset Purchase Agreement dated as of December 17, 2009, Powdr assigned to Assignee and certain other affiliated entities (together with Assignee, the "**Powdr Affiliates**"), and the Powdr Affiliates assumed, all of Powdr's right, title and interest in and to the Purchase Agreement. All initially capitalized terms used but not otherwise defined in this Assignment shall have the meanings assigned to such terms in the Purchase Agreement.

**NOW, THEREFORE**, in consideration of the mutual promises contained in this Assignment, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Assignor hereby assigns to Assignee all of its right, title and interest in, to and under the Transferred Intellectual Property, including, without limitation, the Transferred Intellectual Property described in **Exhibit A** attached hereto, including but not limited to, all goodwill relating thereto, and in the case of the pending applications, the goodwill of the business symbolized by the marks, and the identified applications therefore as part of the entire business or portion thereof to which the marks pertain as required by 15 U.S.C. § 1060, together and all pending or inchoate causes of action or claims related to any of the foregoing, including the right to sue and recover for past infringement or breaches of contract.

2. Assignee hereby accepts this assignment and agrees to be bound by all of the terms, covenants and conditions arising or accruing in connection with the Transferred Intellectual Property on the Assignor's part to be performed and Assignee and Powdr both do hereby jointly and severally assume all obligations of Assignor arising or to be performed by Assignor in connection with the Transferred Intellectual Property from and after the date hereof or as otherwise included in the Assumed Liabilities.

3. This Assignment may be executed in one or more counterparts, and each signatory hereto may sign on a separate counterpart, each of which shall be deemed an original and all of which, when taken together, shall constitute one instrument. Signature pages may be

detached from the counterparts and attached to a single copy of this Assignment to physically form one document. Facsimile signature pages will be acceptable and shall be conclusive evidence of execution.

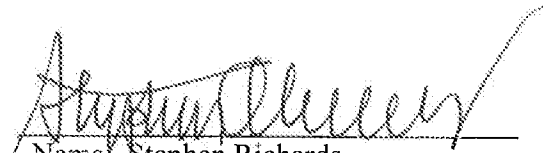
4. The assignments and assumptions made in this Assignment are made solely to the extent required at Closing by the Purchase Agreement. This Assignment is expressly made subject to the Purchase Agreement, and any conflict between the terms of this Assignment and the terms of the Purchase Agreement shall be construed in favor of the Purchase Agreement.

*[signatures appear on following page]*

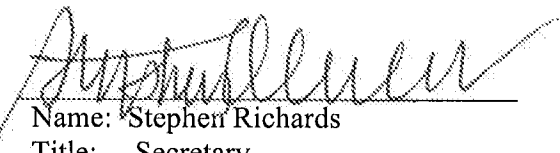
IN WITNESS WHEREOF, this Assignment has been executed effective as of the Closing.

**ASSIGNOR:**

**COPPER MOUNTAIN, INC., a Delaware corporation**

By:   
Name: Stephen Richards  
Title: Secretary

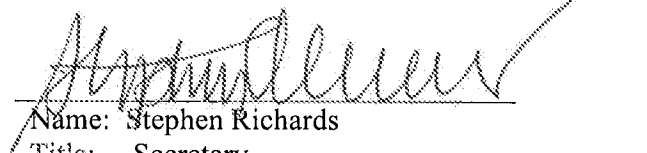
**CMH CORPORATION, a Colorado corporation**

By:   
Name: Stephen Richards  
Title: Secretary

**WHEELER JUNCTION ELECTRIC COMPANY, a Colorado corporation**

By:   
Name: Stephen Richards  
Title: Secretary

**COPPER MOUNTAIN REAL ESTATE, INC., a Colorado corporation**

By:   
Name: Stephen Richards  
Title: Secretary

*[signatures continued on following page]*

**POWDR CORP., a Delaware corporation**

By:

Name: \_\_\_\_\_

Title: \_\_\_\_\_

**ASSIGNEE:**

**POWDR - COPPER MOUNTAIN LLC, a  
Delaware limited liability company**

By: POWDR CORP., a Delaware  
corporation

Its: Manager

By: \_\_\_\_\_

Name: John D. Cumming

Title: CEO

**EXHIBIT A**

**DESCRIPTION OF TRANSFERRED INTELLECTUAL PROPERTY**

Trademarks –

A. Federal Marks

Mark	Reg./App. No.	Goods & Services	Status
C COPPER & Related Design	2,033,069	IC 041. entertainment services, namely providing ski facilities and resorts. IC 041 entertainment services, namely providing ski facilities and resorts.	Registered
BEELINE ADVANTAGE	2,580,285	IC 042. g & s: resort and lodging services for preferred customers.	Registered
CAMP HALE COFFEE COMPANY	2,696,147	IC 030. bagels; sandwiches; cereal-based snack food; tea; and coffee, namely, whole bean coffee, ground and blended coffee, espresso, cappuccino, cafe late and iced coffees. IC 042. cafe and carryout restaurant services; food and beverage cart services.	Registered
CATALYST	3,065,912	IC 041. recreational services, namely, providing facilities for skiing.	Registered
COPPER CLOTHING CO.	2,882,083	IC 035. retail clothing store services.	Registered
COPPER COMMONS	2,338,217	IC 042. providing convention facilities for others.	Registered
COPPER CREEK	2,616,142	IC 025. clothing, namely caps, hats, shirts, sweaters, sweatshirts, jackets, rainsuits and windshirts.	Registered
COPPER MOUNTAIN	1,102,372	IC 041. providing recreational facilities for others-namely, skiing.	Registered
COPPER MOUNTAIN	2,327,560	IC 009. decorative magnets; computer mouse pads, computer screen saver software; sunglasses. IC 014. jewelry and clocks. first use: IC 016. photographic prints, postcards and notepads. IC 018. tote bags.	Registered

	<p>IC 021. glassware, namely, mugs and drinking glasses; housewares, namely, toothpick holders, corkscrews.</p> <p>IC 025. clothing, namely, t-shirts, sweatshirts, turtleneck shirts; fleece garments, namely, earbands, neckgaiters, caps, shirts, sweatshirts, sweaters, jackets and vests; hats and caps.</p> <p>IC 035. retail store services featuring convenience store items, gasoline, automobile parts and accessories and alcoholic beverages; retail grocery services.</p> <p>IC 036. real estate brokerage services; real estate management and leasing services; real estate management services in the field of residential condominium projects, including residential time share condominium projects; shopping center leasing and management services.</p> <p>IC 037. real estate development and construction services, namely, planning, laying out and construction of residential homes, commercial buildings and recreational facilities; garage services, namely, repair and maintenance of automobiles, maintenance and repair of ski equipment.</p> <p>IC 039. automobile rental services; transportation of passengers by bus; public utility services; conducting sightseeing tours for others; vacation planning services.</p> <p>IC 041. providing recreational and entertainment services and facilities therefor, namely, ski resort and all-season resort services; providing chair lift rides, horseback riding, bicycling, river rafting, snowmobiling, ice skating, sleigh rides and hiking/walking/running trails; providing instruction in various outdoor sports including skiing, snowboarding, fishing and golf; rental of ski and snowboarding equipment; golf course services; athletic and tennis club services; organizing and conducting ski races</p>	
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		and bicycle races.  IC 042. hotel and lodging services; restaurant and bar services; providing meeting and conference room facilities; travel agency services, namely, making reservations and booking for temporary lodging services, nursery and child care services; chapel services; waste management services.	
COPPER STATION	2,556,480	IC 041. providing recreational and entertainment services and facilities, namely, ski and all-season resort services, lift rides, nature walks, arranging and conducting amateur and professional ski, snowboard and other sporting and recreational competitions and races, skiing, snowboarding and resort activities instruction, and rental of sporting equipment.  IC 042. restaurant, bar and resort hotel services.	Registered
ENDO'S ADRENALINE CAFE	2,586,354	IC 042. restaurant services.	Registered
JILL'S UMBRELLA BAR & Design	3,309,724	IC 043. restaurant and bar services.	Registered
JILL'S UMBRELLA BAR	3,304,557	IC 043. restaurant and bar services.	Registered
THE LEWIS RANCH AT COPPER	2,809,085	IC 036. real estate brokerage services; real estate management; leasing and maintenance of commercial property.  IC 037. real estate development, namely, development of ski-in and ski-out residential resort property.	Registered
WHERE THE SKIERS SKI	2,033,068	IC 041. entertainment services, namely providing ski facilities and resorts.  IC 042. providing temporary lodging accommodations, and reservation services for providing lodging accommodations for others.	Registered
ECOLOGIC & Related Design	77/169,920	IC 040. recycling; providing information to the public about recycling issues  IC 042. providing information to the public about environmental awareness in the field of	Pending

		environmental protection	
COPPER MOUNTAIN ECOLOGIC & Related Design	77/618,878	IC 040. recycling; providing information to the public about recycling issues; providing information to the public about environmental awareness in the field of soil and water treatment services  ic 042. providing information to the public about environmental awareness in the field of environmental protection	Pending
PROGRESSION IS INEVITABLE	77/463,699	IC 025. clothing, namely, shirts, pants, jackets, vests, shoes, bandanas, headbands, socks, gloves, underwear, hats, caps, and beanies  IC 028. sports equipment and accessories, namely, snowboards, snowboard bindings, snowboard bags; skis, ski bindings and parts therefor  IC 035. retail store services featuring skiing and snowboarding gear and equipment, clothing, clothing accessories, and gifts  IC 037. maintenance and repair of skis, snowboards, boots, and related equipment; maintenance service program for skis, snowboards, boots and related equipment  IC 041. providing recreational and entertainment services and facilities therefor, namely, ski resorts; providing instruction in various outdoor sports, namely, skiing, snowboarding, skateboarding, inline skating, and bmx bicycling; rental of ski, snowboarding, and other related equipment; organizing and conducting ski, snowboarding, skateboarding and bmx competitions	Allowed

B. State Marks

Mark	STATE	Reg./App. No.	Goods and Services	Status
JJ'S ROCKY MOUNTAIN TAVERN	CO	20021072452	Restaurant and Bar Services	Registered
JJ'S ROCKY MOUNTAIN TAVERN & Design	CO	20021072466	Restaurant and Bar Services	Registered
THE SWIVEL	CO	20021072458	Restaurant and Bar Services	Registered

C. Common Law Marks

The following common law trademarks, trade names, service marks and trade dress:

- FREE YOUR MOUNTAIN & Design
- WOODWARD AT COPPER

Trade Name	Goods
COPPER MOUNTAIN RESORT	N/A

Copyrights -

All copyright assets owned exclusively by Sellers or any Seller and used specifically and exclusively in the Business, including, without limitation, all portions of the Internet websites located at the URLs included in Section 3 of this Schedule (but excluding for greater certainty all portions of such websites that are owned by any Affiliate of Sellers), maps, software, photos and graphics, and marketing materials that are used in the Business.

Domain Names – The following domain names:

woodwardatcopper.com  
coppersnowreport.com  
skiandboardrental.com<sup>1</sup>  
skiandboardrentals.com<sup>2</sup>  
cbgrille.com  
copperskiandrideschool.com  
endosafe.com  
jjstavern.com  
coppermeetings.com  
freeyourmountain.com  
coppersunsation.com  
copperhomeowner.com  
copperhomeowners.com  
coppercenres.com  
coppercentralreservations.com  
coppermountaincenres.com  
summitcountycenres.com  
summitcountycentralreservations.com  
pizzacarlocopper.com  
stormkinglounge.com  
copperhomeowner.net  
copperhomeowners.net  
sunsationatcopper.com

<sup>1</sup> Seller retains the rights in this domain name until July 1, 2010, at which time all right, title and interest in such domain name shall automatically transfer to Assignee without further action by either party.

<sup>2</sup> Seller retains the rights in this domain name until July 1, 2010, at which time all right, title and interest in such domain name shall automatically transfer to Assignee without further action by either party.

copperdiscountrental.com  
copperskiandboard.com  
copperskirental.com  
summitdiscountrental.com  
beelineadvantage.com  
coppercolorado.com  
coppercolorado.net  
copperconference.com  
copperfreeride.com  
copperfreeski.com  
coppergroups.com  
coppermediaroom.com  
coppersavers.com  
copperskiing.com  
copperskipress.com  
coppersummer.com  
coppertrip.com  
ridecopper.com  
ride-copper.com  
ski-copper.com

Trade Secrets – All trade secrets that are used specifically and exclusively in the Business.