

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion from Corporation to LLC

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Busch Entertainment Corporation		11/19/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Busch Entertainment LLC
Street Address:	202-6 One Busch Place
City:	St. Louis
State/Country:	MISSOURI
Postal Code:	63118
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 136

Property Type	Number	Word Mark
Serial Number:	73176644	LOCH NESS MONSTER
Serial Number:	73178199	
Serial Number:	73287038	SCORPION
Serial Number:	73388249	CONGO RIVER RAPIDS
Serial Number:	73466329	THE GULF SCREAM
Serial Number:	73511431	PHOENIX
Serial Number:	73553958	WATER COUNTRY USA
Serial Number:	74183176	CROWN COLONY HOUSE
Serial Number:	74202384	ROMAN RAPIDS
Serial Number:	74261484	FABIAN'S FUNPORT
Serial Number:	74261485	MYOMBE RESERVE: THE GREAT APE DOMAIN
Serial Number:	74330718	KUMBA
Serial Number:	74386290	KUMBA
Serial Number:	74403606	MALIBU PIPELINE

OP \$3415.00 73176644

Serial Number:	74429852	WATER MOCCASIN
Serial Number:	74450706	WILD CARD
Serial Number:	74481888	COW-A-BUNGA
Serial Number:	74492118	THE BIG BAD WOLF
Serial Number:	74523214	DUMPHREY THE DRAGON
Serial Number:	74541619	CARIBBEAN COIN
Serial Number:	74569696	SKY SPLASH
Serial Number:	74591499	CASABLANCA OUTFITTERS
Serial Number:	74594406	ADVENTURE ISLAND
Serial Number:	74597590	BIG DADDY FALLS
Serial Number:	74610389	STANLEY FALLS
Serial Number:	74622120	MYOMBE RESERVE
Serial Number:	74634253	MYSTIC SHEIKS OF MOROCCO
Serial Number:	74640786	ADVENTURE ISLAND
Serial Number:	74640788	ADVENTURE ISLAND
Serial Number:	74640789	ADVENTURE ISLAND
Serial Number:	74640791	ADVENTURE ISLAND
Serial Number:	74649129	DAS FESTHAUS
Serial Number:	74659406	SERENGETI PLAIN
Serial Number:	74687450	CASABLANCA OUTFITTERS
Serial Number:	75002586	MONTU
Serial Number:	75016495	MONTU
Serial Number:	75040322	TUT'S TOMB
Serial Number:	75055929	MONTU
Serial Number:	75063118	H2O UFO
Serial Number:	75095075	ESCAPE FROM POMPEII
Serial Number:	75117223	TIMBUKTU
Serial Number:	75117224	EVERGLIDES
Serial Number:	75124100	CARIBBEAN CORKSCREW
Serial Number:	75124121	RUNAWAY RAPIDS
Serial Number:	75133202	LAND OF THE DRAGONS
Serial Number:	75133524	LAND OF THE DRAGONS
Serial Number:	75138999	ALPENGEIST
Serial Number:	75172758	AQUAZOID
Serial Number:	75183726	ROCK AROUND THE BLOCK

Serial Number:	75183727	EDGE OF AFRICA
Serial Number:	75196521	SPLASH ATTACK
Serial Number:	75237835	VAPOR TRAIL
Serial Number:	75241953	AQUAZOID
Serial Number:	75241954	ROCK AROUND THE BLOCK
Serial Number:	75281630	EDGE OF AFRICA
Serial Number:	75344285	CONSERVATION. IT'S IN OUR NATURE.
Serial Number:	75344286	CONSERVATION. IT'S IN OUR NATURE.
Serial Number:	75356262	VAPOR TRAIL
Serial Number:	75390346	NITRO RACER
Serial Number:	75452311	APOLLO'S CHARIOT
Serial Number:	75459072	ADVENTURE CAMPS
Serial Number:	75503429	GWAZI
Serial Number:	75506731	NATURE'S KINGDOM
Serial Number:	75539488	SULTAN'S SWEETS
Serial Number:	75550718	CHOICE OF ADVENTURE
Serial Number:	75571283	EDUCATION IS WILD
Serial Number:	75583144	APOLLO'S CHARIOT
Serial Number:	75620771	HOWL-O-SCREAM
Serial Number:	75638422	GWAZI
Serial Number:	75768897	GWAZI
Serial Number:	75859747	WAHOO RUN
Serial Number:	75886934	HOLIDAY IN ROMA
Serial Number:	75894742	MELTDOWN
Serial Number:	75928899	LAGUNA GRILL
Serial Number:	76039896	RHINO RALLY
Serial Number:	76039897	RHINO RALLY
Serial Number:	76101095	SERENGETI SAFARI
Serial Number:	76144695	HOWL-O-SCREAM
Serial Number:	76144696	STARFRIGHT ORCHESTRA
Serial Number:	76157820	TOYS OF THE LEPRECHAUN
Serial Number:	76157821	EMERALD ISLE
Serial Number:	76157823	ABBAY STONE THEATRE
Serial Number:	76157824	KILLARNEY
Serial Number:	76158213	THE SECRETS OF CASTLE O'SULLIVAN

TRADEMARK

REEL: 004140 FRAME: 0774

Serial Number:	76183506	RHINO RALLY
Serial Number:	76210275	ROCKIN' BOPPIN' BIRDS
Serial Number:	76230073	DAS FESTHAUS
Serial Number:	76276248	QUICK Q
Serial Number:	76311594	ARMED FORCES FREEDOM PASSPORT
Serial Number:	76326054	BOUNCE TICKET
Serial Number:	76379283	RIPPER ROW
Serial Number:	76381223	LAND OF THE DRAGONS
Serial Number:	76452519	POT O GOLD
Serial Number:	77032483	WILD CREATIONS
Serial Number:	77107653	YOU'RE THIS CLOSE
Serial Number:	77134182	JUNGALA
Serial Number:	77197494	WORLDS OF DISCOVERY PARKS
Serial Number:	77197501	WORLDS OF DISCOVERY
Serial Number:	77215277	BEACHIES
Serial Number:	77215285	SUNNIES N SUCH
Serial Number:	77215305	HOOROO RUN
Serial Number:	77215381	DOLPHIN PLUNGE
Serial Number:	77215409	KATA'S KOOKABURRA COVE
Serial Number:	77215611	ROA'S RAPIDS
Serial Number:	77215635	TAUMATA RACER
Serial Number:	77215890	WHANAU WAY
Serial Number:	77216451	RACER CHASER
Serial Number:	77216462	SLIPPITY DIPPITY
Serial Number:	77216694	ZIPPITY ZAPPITY
Serial Number:	77251986	BAY OF PLAY
Serial Number:	77299722	WORLDS OF DISCOVERY
Serial Number:	77423781	WALHALLA WAVE
Serial Number:	77513794	QUICK QUEUE
Serial Number:	77626682	SAFARI SOIL
Serial Number:	77735203	EVERWYLD
Serial Number:	77768016	ISLAND NIGHTS
Serial Number:	77820180	ADVENTURE CAMPS
Serial Number:	78204655	HUBBA HUBBA HIGHWAY
Serial Number:	78235330	THE DESERT GRILL

TRADEMARK
REEL: 004140 FRAME: 0775

Serial Number:	78246365	UNITED WE SOAR
Serial Number:	78288630	KATONGA
Serial Number:	78292473	ARE YOU THERE YET?
Serial Number:	78321112	CHEETAH CHASE
Serial Number:	78401429	XCURSIONS
Serial Number:	78432536	CROWN COLONY
Serial Number:	78465453	PET SHENANIGANS
Serial Number:	78503024	SHEIKRA
Serial Number:	78580110	THE MEMORY THAT NEVER FADES
Serial Number:	78681416	CORKSCREW HILL
Serial Number:	78713792	AQUATICA
Serial Number:	78819787	ISLAND QUEST
Serial Number:	78894480	AQUATICA SEAWORLD'S WATERPARK
Serial Number:	78894576	AQUATICA SEAWORLD'S WATERPARK
Serial Number:	78894580	AQUATICA SEAWORLD'S WATERPARK
Serial Number:	78897865	AQUATICA
Serial Number:	78927986	GRIFFON

CORRESPONDENCE DATA

Fax Number: (303)473-2720
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 303-473-2861
Email: docket@hollandhart.com
Correspondent Name: Andrea Anderson
Address Line 1: P.O. Box 8749
Address Line 2: Attn: Tracy Baker
Address Line 4: Denver, COLORADO 80201-8749

ATTORNEY DOCKET NUMBER:	75793.0001
NAME OF SUBMITTER:	Andrea Anderson
Signature:	/Andrea Anderson/
Date:	01/29/2010

Total Attachments: 4
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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "BUSCH ENTERTAINMENT LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE SIXTH DAY OF SEPTEMBER, A.D. 1966, AT 10 O'CLOCK A.M.

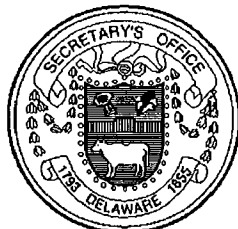
RESTATED CERTIFICATE, CHANGING ITS NAME FROM "LIANCO CONTAINER CORPORATION" TO "BUSCH ENTERTAINMENT CORPORATION", FILED THE TWENTY-FIRST DAY OF DECEMBER, A.D. 1979, AT 1 O'CLOCK P.M.

CERTIFICATE OF OWNERSHIP, FILED THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 1989, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1989.

CERTIFICATE OF OWNERSHIP, FILED THE TWENTY-SEVENTH DAY OF MARCH, A.D. 1990, AT 10:02 O'CLOCK A.M.

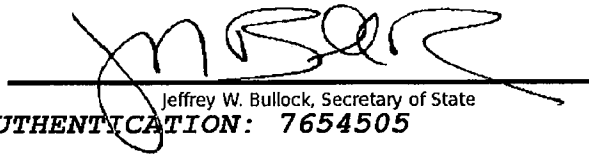
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY



0646526 8100H

091035606

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7654505

DATE: 11-20-09

TRADEMARK
REEL: 004140 FRAME: 0777

Delaware

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The First State

OF MARCH, A.D. 1990.

CERTIFICATE OF CONVERSION, CHANGING ITS NAME FROM "BUSCH ENTERTAINMENT CORPORATION" TO "BUSCH ENTERTAINMENT LLC", FILED THE NINETEENTH DAY OF NOVEMBER, A.D. 2009, AT 10:03 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE NINETEENTH DAY OF NOVEMBER, A.D. 2009, AT 12:30 O'CLOCK P.M.

CERTIFICATE OF FORMATION, FILED THE NINETEENTH DAY OF NOVEMBER, A.D. 2009, AT 10:03 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE NINETEENTH DAY OF NOVEMBER, A.D. 2009, AT 12:30 O'CLOCK P.M.

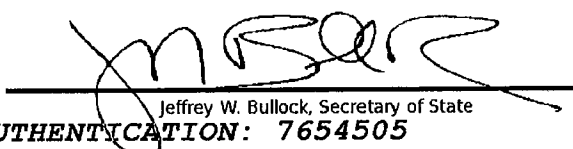
AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "BUSCH ENTERTAINMENT LLC".

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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7654505

DATE: 11-20-09

TRADEMARK
REEL: 004140 FRAME: 0778

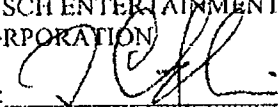
CERTIFICATE OF CONVERSION OF A CORPORATION TO A LIMITED LIABILITY COMPANY

This Certificate of Conversion to a Limited Liability Company, dated as of November 19, 2009, has been duly executed and is being filed by Busch Entertainment Corporation, a Delaware corporation (the "Corporation"), and James D. Atchison, as an authorized person of Busch Entertainment LLC, a Delaware limited liability company, to convert the Corporation into a Delaware limited liability company pursuant to Section 18-214 of the Delaware Limited Liability Company Act, 6 Del. C. § 18-101 et. seq. (the "LLC Act"), and Section 266 of the Delaware General Corporation Law, 8 Del. C. § 101 et. seq. (the "DGCL").


1. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is "Busch Entertainment Corporation" and the name under which the Corporation was originally incorporated was "Lianco Container Corporation".
2. The date of filing of the Corporation's original certificate of incorporation with the Secretary of State of the State of Delaware was September 6, 1966.
3. The name of the Delaware limited liability company into which the Corporation shall be converted, as set forth in its certificate of formation, is "Busch Entertainment LLC".
4. The conversion of the Corporation from a corporation to a Delaware limited liability company has been approved as required by Section 18-214(h) of the LLC Act and Section 266(b) of the DGCL.
5. The conversion of the Corporation to a Delaware limited liability company is effective as of 12:30pm New York City time on November 19, 2009.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the date first stated above.

BUSCH ENTERTAINMENT
CORPORATION

By: 
Name: James D. Atchison
Title: President

BUSCH ENTERTAINMENT
LLC

By: 
Name: James D. Atchison
Title: Authorized Person

CERTIFICATE OF FORMATION
OF
BUSCH ENTERTAINMENT LLC

This Certificate of Formation of Busch Entertainment LLC (the "Company"), dated as of November 19, 2009, is being duly executed and filed by the undersigned, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. §18-101, *et seq.*).

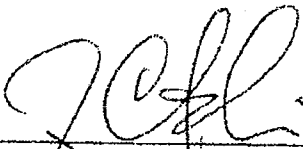
FIRST. The name of the limited liability company formed hereby is Busch Entertainment LLC.

SECOND. The address of the registered office of the Company in the State of Delaware is c/o The Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801.

THIRD. The name and address of the registered agent for service of process on the Company in the State of Delaware are The Corporation Trust Company, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801.

FOURTH. The effective time of the formation of the Company is 12:30pm New York City time on November 19, 2009.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.



Name: James D. Atchison
Title: Authorized Person