

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2009

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Kennywood Entertainment Partners, L.P.		06/30/2009	LIMITED PARTNERSHIP: DELAWARE

**RECEIVING PARTY DATA**

Name:	Kennywood Entertainment, Inc.
Street Address:	4590 MacArthur Blvd.
Internal Address:	Suite 400
City:	Newport Beach
State/Country:	CALIFORNIA
Postal Code:	92660
Entity Type:	CORPORATION: PENNSYLVANIA

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Registration Number:	3256259	SANDCASTLE
Registration Number:	3440786	KENNYWOOD

**CORRESPONDENCE DATA**

Fax Number: (949)760-9502  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 9497600404  
 Email: efilings@kmob.com  
 Correspondent Name: Knobbe, Martens, Olson & Bear LLP  
 Address Line 1: 2040 Main Street  
 Address Line 2: 14th Floor  
 Address Line 4: Irvine, CALIFORNIA 92614

ATTORNEY DOCKET NUMBER: PALACE.079T

OP \$65.00 3256259

NAME OF SUBMITTER:	Gregory B. Phillips
Signature:	/gregory phillips/
Date:	06/24/2010
<b>Total Attachments: 3</b> source=(1) KEP to KEI 6-30-09#page1.tif source=(1) KEP to KEI 6-30-09#page2.tif source=(1) KEP to KEI 6-30-09#page3.tif	

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

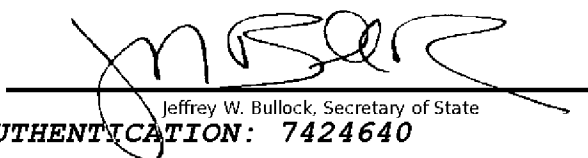
"KENNYWOOD ENTERTAINMENT PARTNERS, L.P.", A DELAWARE LIMITED PARTNERSHIP,

WITH AND INTO "KENNYWOOD ENTERTAINMENT, INC." UNDER THE NAME OF "KENNYWOOD ENTERTAINMENT, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF JULY, A.D. 2009, AT 12:01 O'CLOCK P.M.

4710661 8100M

090706967



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7424640

DATE: 07-17-09

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 004231 FRAME: 0010

STATE OF DELAWARE  
CERTIFICATE OF MERGER  
OF  
KENNYWOOD ENTERTAINMENT PARTNERS, L.P.,  
a Delaware limited partnership  
WITH AND INTO  
KENNYWOOD ENTERTAINMENT, INC.,  
a Pennsylvania corporation

Pursuant to Title 6, Section 17-211 of the Delaware Revised Uniform Limited Partnership Act, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Kennywood Entertainment, Inc., a Pennsylvania corporation ("KEI"), and the name of the limited partnership being merged into this surviving company is Kennywood Entertainment Partners, L.P., a Delaware limited partnership ("KEP").

**SECOND:** An Agreement and Plan of Merger, dated as of June 30, 2009 (the "Merger Agreement"), has been approved, adopted, certified, executed and acknowledged by KEI and KEP.

**THIRD:** The name of the surviving corporation in the merger herein certified is Kennywood Entertainment, Inc., a Pennsylvania corporation.

**FOURTH:** The merger shall be effective upon filing of this Certificate of Merger.

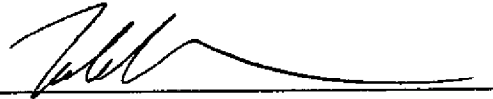
**FIFTH:** The executed Merger Agreement is on file at the office of the surviving corporation, located at 4590 Macarthur Blvd, Suite 400, Newport Beach, California 92660.

**SIXTH:** A copy of the aforementioned Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any partner or any stockholder of any constituent entity.

**SEVENTH:** The surviving corporation agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of KEP, irrevocably appointing the Secretary of State as its agent to accept service of process in any such action, suit or proceeding and the address to which a copy of such process shall be mailed to by the Secretary of State is 4590 Macarthur Blvd, Suite 400, Newport Beach, California 92660.

IN WITNESS WHEREOF, said surviving corporation has caused this Certificate of Merger to be duly executed by an authorized person this ~~30th~~ day of June, 2009.

**KENNYWOOD ENTERTAINMENT, INC.,  
a Pennsylvania corporation**

By:   
\_\_\_\_\_  
Todd Wulffson  
Secretary  
Authorized Officer

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RECORDED: 06/24/2010

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