

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		SECURITY INTEREST	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
iSTAR Financial, Inc.		12/18/2000	CORPORATION: MARYLAND
RECEIVING PARTY DATA			
Name:	Connecticut General Life Insurance Company		
Street Address:	900 Cottage Grove Road		
City:	Hartford		
State/Country:	CONNECTICUT		
Postal Code:	06152		
Entity Type:	CORPORATION: CONNECTICUT		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1192273	AMELIA ISLAND PLANTATION	
Registration Number:	1979839	THE AMELIA ISLAND CLUB	
CORRESPONDENCE DATA			
Fax Number:	(202)672-5399		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-672-5300		
Email:	PTOMAILWashington@foley.com		
Correspondent Name:	Norm J. Rich		
Address Line 1:	Foley & Lardner LLP		
Address Line 2:	3000 K Street, N.W., Sixth Floor		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20007-5109		
ATTORNEY DOCKET NUMBER:	073661-0103		
NAME OF SUBMITTER:	Norm J. Rich		
Signature:	/norm j. rich/		

OP \$65.00 1192273

Date:

09/10/2010

Total Attachments: 8

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12/19/2000 03:33:22 PM
J. W. OXLEY JR
CLERK OF CIRCUIT COURT
NASSAU COUNTY, FLORIDA
RECORDING \$ 33.00
TRUST FUND \$ 4.50

ASSIGNMENT OF MORTGAGE, NOTE AND OTHER LOAN DOCUMENTS

THIS ASSIGNMENT dated December 18, 2000, by iStar Financial, Inc., a Maryland corporation, with an address of 1114 Avenue of the Americas, 27th Floor, New York, New York 10036 (hereinafter referred to as "Assignor") to CONNECTICUT GENERAL LIFE INSURANCE COMPANY, a Connecticut corporation, with an address of 900 Cottage Grove Road, Hartford, Connecticut 06152 (hereinafter referred to as "Assignee").

WITNESSETH:

WHEREAS, in consideration of Assignee's purchase of that certain loan (hereinafter referred to as the "Loan") to Amelia Island Company, a Delaware corporation, and held by Assignor, Assignor has agreed to assign to Assignee those documents for the benefit of Assignor evidencing or securing the Loan and described on Schedule "A" hereto (collectively, the "Existing Loan Documents");

NOW, THEREFORE, for and in consideration of the sum of TEN DOLLARS (\$10.00) cash in hand, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby (i) releases, quit-claims and remises to Assignee all of its right, title and interest in and to the real property encumbered by the Existing Loan Documents and (ii) assigns, transfers and conveys to Assignee all of its rights, title and interest in and to the Existing Loan Documents, and all collateral and security described therein.

Assignor hereby represents to Assignee that: it is the sole owner, beneficiary and legal holder of the Existing Loan Documents; it has full right, power and authority to execute and deliver this Assignment; the Existing Loan Documents are in full force and effect, unmodified except as set forth on Schedule "A"; and that it has not hypothecated, transferred or assigned the Existing Loan Documents to any other party prior to the date hereof.

This Instrument Prepared By:
David M. Shaw, Esq.
Fleming, Haile & Shaw, P.A.
450 Royal Palm Way, Suite 600
Palm Beach, Florida 33480

THIS ASSIGNMENT IS WITHOUT RECOURSE, and without warranty except with respect to the representations and warranties expressly set forth herein.

IN WITNESS WHEREOF, Assignor has executed this instrument under seal as of the day and year first above written.

WITNESSES:

ISTAR FINANCIAL, INC., a Maryland corporation

[Signature]

Name: Christina Morris

By: [Signature]

Name:

Title:

Jay S. Sugarman
Chairman & CEO

[Signature]
Name: May Beth Raelly

STATE OF New York

COUNTY OF New York

I HEREBY CERTIFY that on this day personally appeared before me, Jay S Sugarman, as Chairman* of iSTAR FINANCIAL, INC., a Maryland corporation, he/she is either (please check as applicable) personally known to me or _____ has produced _____ as identification, and who executed the foregoing and acknowledged before me that he executed the same for the purposes therein expressed.. * and CEO

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 15th day of December, 2000.

[Signature]

Notary Public

Print or Stamp Name

My Commission Expires:

My Commission Number is:

(NOTARIAL SEAL)

SAMANTHA GARBUS
Notary Public State of New York
No. 31-4995627
Qualified in New York County
Commission Expires April 27, 2007

EXISTING LOAN DOCUMENTS

EXISTING NOTES

1. Future Advance Note dated January 14, 1997 in the original principal amount of \$8,546,803.41 given by Borrower to Starwood DV II, L.L.C., a Connecticut limited liability company;
2. Consolidated Renewal Note dated January 14, 1997 in the original principal amount of \$20,150,000.00 given by Borrower to Starwood DV II, L.L.C., a Connecticut limited liability company;
3. Future Advance Note dated April 21, 1997 in the original principal amount of \$32,240,000.00 given by Borrower to Caystar Corp. III, a Cayman Island company;
4. Consolidated Renewal Note dated April 21, 1997 given by Borrower in the original principal amount of \$52,390,000.00 to Caystar Corp. III, a Cayman Islands company;
 - a. Allonge dated April 21, 1997 from Starwood DV II, L.L.C. to Caystar Corp. III;
 - b. Allonge dated March 16, 1998 from Caystar Corp. III to Starwood Opportunity Fund, IV, L.P., a Delaware limited partnership;
 - c. Allonge dated March 16, 1998 from Starwood Opportunity Fund, IV, L.P. to Starwood Financial Trust, a California Business Trust;
 - d. Allonge dated April 29, 1998 from Starwood Financial Trust to SFT II, Inc., a Delaware corporation;
5. Amended and Restated Renewal Note dated December 1, 1998 by Amelia Island Company to SFT II, Inc. (\$52,397,959.00);
 - a. Allonge from SFT to iStar Financial, Inc., a Maryland corporation;
 - b. Allonge from iStar Financial, Inc. to STARS I Corp., a Delaware corporation;
 - c. Allonge from STARS I Corp., to iStar Asset Receivables Trust (a/k/a STARS Trust) c/o Wilmington Trust Company as Owner Trustee;
 - d. Allonge from iStar Asset Receivables Trust to LaSalle Bank National Association as Trustee for the registered holders of iStar Asset Receivables Trust, Collateralized Mortgage Bonds, Series 2000-1;

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- e. Allonge from LaSalle Bank National Association as Trustee for the registered holders of iStar Asset Receivables Trust, Collateralized Mortgage Bonds, Series 2000-1 to iStar Financial, Inc., as modified by Note Splitter Agreement dated December 18, 2000, (Note was replaced by Replacement Notes A and B, both dated December 18, 2000;
6. Replacement Note A dated December 18, 2000 to iStar Financial, Inc., a Maryland Corporation (\$32,934,579.00)

EXISTING MORTGAGE

(All recorded in the public records of Nassau County, Florida)

1. Note and Mortgage Modification and Consolidation Evidencing Renewal Notes and Extension Agreement dated May 6, 1993, recorded in O.R. Book 681, page 784, including all prior Mortgages, Modifications, Consolidation and Spreader Agreements referenced therein;
2. Note and Mortgage Modification Agreement Evidencing Future Advance dated January 31, 1994, recorded in O.R. Book 698, page 781;
3. Note and Mortgage Modification Agreement Evidencing Future Advance dated July 25, 1994, recorded in O.R. Book 712, page 1725;
4. Note and Mortgage Modification Agreement Evidencing Future Advance dated October 25, 1994, recorded in O.R. Book 718, page 1791;
5. Note and Mortgage Modification Agreement Evidencing Future Advance dated June 28, 1995, recorded in O.R. Book 734, page 559;
6. Note and Mortgage Modification Agreement Evidencing Future Advance dated September 1, 1995, recorded in O.R. Book 739, page 273;
7. Assignment of Note, Mortgage and Loan Documents from Barnett Bank, N.A. to Starwood DV II, L.L.C., dated January 15, 1997, recorded in O.R. Book 782, page 1061;
8. Notice of Future Advance, Mortgage Modification and Spreader Agreement dated January 14, 1997, recorded in O.R. Book 782, page 1067 and O.R. Book 790, page 1614;
9. Assignment of Note, Mortgage and Loan Documents dated April 21, 1997, from Starwood DV II, L.L.C., to Caystar Corp, III, a Cayman Island Company, recorded in O.R. Book 790, page 1833;

10. Notice of Future Advance and Mortgage Modification Agreement dated April 21, 1997, recorded in O.R. Book 790, page 1842;
11. Mortgage Spreading Agreement dated December 5, 1997, recorded in O.R. Book 817, page 618;
12. Assignment of Note, Mortgage and Loan Documents dated March 16, 1998, from Caystar Corp., III, a Cayman Islands company, to Starwood Opportunity Fund, IV, L.P., a Delaware limited partnership, recorded in O.R. Book 830, page 2000;
13. Assignment of Note, Mortgage and Loan Documents dated March 16, 1998 from Starwood Opportunity Fund IV, L.P., to Starwood Financial Trust, a California business trust, recorded in O.R. Book 831, page 0001;
14. Assignment of Note, Mortgage and Loan Documents dated April 29, 1998 from Starwood Financial Trust, a California business trust, to SFT II, Inc., a Delaware corporation, recorded in O.R. Book 841, page 1689;
15. Mortgage Spreading Agreement dated July 29, 1998, recorded in O.R. Book 845, page 890 to encumber easement rights (O.R. 845/856) and additional property;
16. Notice of Future Advance and Mortgage Modification dated December 1, 1998, recorded in O.R. Book 857, 1479;
17. Mortgage Modification dated April 30, 2000, recorded in O.R. Book 932, page 116;
18. Assignment and Assumption of Note, Mortgage and Other Loan Documents dated May 17, 2000, from SFT II, Inc., a Delaware corporation to iStar Financial, Inc., a Maryland corporation, recorded in O.R. Book 933, page 884;
19. Assignment and Assumption of Note, Mortgage and Other Loan Documents dated May 17, 2000 from iStar Financial, Inc., a Maryland corporation to Stars, I Corp., a Delaware corporation, recorded in O.R. Book 933, page 898;
20. Assignment and Assumption of Note, Mortgage and Other Loan Documents dated May 17, 2000 from Stars I Corp., a Delaware corporation to iStar Asset Receivables Trust (a/k/a Stars Trust) recorded in O.R. Book 933, page 912;
21. Assignment and Assumption of Note, Mortgage and Other Loan Documents dated May 17, 2000 from to iStar Asset Receivables Trust (a/k/a Stars Trust) to LaSalle Bank National Association (f/k/a LaSalle National Bank) a nationally chartered bank, as trustee for the registered holders of the iStar Asset Receivables Trust (a/k/a STARS Trust), Collateralized Mortgage Bonds, Series 2000-1, recorded in O.R. Book 933, page 926;

22. Assignment and Assumption of Note, Mortgage and Other Loan Documents dated December 18, 2000, from LaSalle Bank National Association (f/k/a LaSalle National Bank), to iStar, recorded in O.R. Book 962 page 14663 and
23. Mortgage Modification Agreement dated December 18, 2000, recorded in O.R. Book 962 page 14681.

UCC FINANCING STATEMENTS

(All recorded in the public records of Nassau County or Florida Secretary of State as applicable)

1. UCC-1 to Barnett Bank of Jacksonville, N.A. (File No. #910000133815):
 - a. UCC-3 Continuation (#U91000000250)
 - b. UCC-3 Assignment from Barnett Bank to Starwood DV II, L.L.C. (#970000016185)
 - c. UCC-3 Assignment from Starwood DV II, L.L.C. to Caystar Corp. III (#970000086252)
 - d. UCC-3 Amendment (#970000086256)
 - e. UCC-3 Assignment from Caystar Corp. III to Starwood Opportunity Fund, IV, L.P. (#980000106038)
 - f. UCC-3 Assignment from Starwood Opportunity Fund, IV, L.P. to Starwood Financial Trust (#980000106039)
 - g. UCC-3 Assignment from Starwood Financial Trust to SFT II, Inc. (#980000106041)
2. UCC-1 from Borrower to Starwood DV II, L.L.C. filed with the Secretary of State of Florida under File No. 970000012955.
 - a. UCC-3 Assignment from Starwood DV II, L.L.C. to Caystar Corp III filed with the Secretary of State of Florida under File No. 970000086253.
 - b. UCC-3 Assignment from Caystar Corp. III to Starwood Opportunity Fund, IV, L.P. filed with the Secretary of State of Florida under File No. 980000106054.
 - c. UCC-3 Assignment from Starwood Opportunity Fund, IV, L.P. to Starwood Financial Trust filed with the Secretary of State of Florida under File No. 980000106055.

- d. UCC-3 Assignment from Starwood Financial Trust to SFT II, Inc. filed with the Secretary of State of Florida under File No. 980000106057.
 - e. UCC-3 Assignment from SFT II, Inc. to iStar Financial, Inc. filed with the Secretary of State of Florida under File No. 200000115975.
 - f. UCC-3 Assignment from iStar Financial, Inc. to Stars I Corp filed with the Secretary of State of Florida under File No. 200000115977.
 - g. UCC-3 Assignment from Stars I Corp to iStar Asset Receivables Trust filed with the Secretary of State of Florida under File No. 200000115980.
 - h. UCC-3 Assignment from iStar Asset Receivables Trust to LaSalle Bank National Association as Trustee for the Registered Holders of the iStar Asset Receivables Trust (a/k/a STARS Trust, Collateralized Mortgage Bonds, Series 2000-1 filed with the Secretary of State of Florida under File No. 200000115982.
3. UCC-1 from Borrower to Starwood DV II, L.L.C. recorded in Official Record Book 782, page 1236.
- a. UCC-3 Amendment recorded in Official Record Book 790, page 1635.
 - b. UCC-3 Assignment from Starwood DV II, L.L.C. to Caystar Corp III recorded in Official Record Book 790, page 1840.
 - c. UCC-3 Assignment from SFT II, Inc. to iStar Financial, Inc. recorded in Official Record Book 933, page 1175.
 - d. UCC-3 Assignment from iStar Financial, Inc. to Stars I Corp. recorded in Official Record Book 933, page 1177.
 - e. UCC-3 Assignment from Stars I Corp. to iStar Asset Receivables Trust (a/k/a STAR Trust) c/o Wilmington Trust Company, as Owner Trustee recorded in Official Record Book 933, page 1179.
 - f. UCC-3 Assignment from iStar Asset Receivables Trust (a/k/a STAR Trust) c/o Wilmington Trust Company, as Owner Trustee to LaSalle Bank National Association, as Trustee for the Registered Holders of the iStar Asset Receivables Trust (a/k/a STARS Trust) Collateralized Mortgage Bonds, Series 2000-1, recorded in Official Record Book 933, page 1181.
 - g. UCC-3 Assignment from LaSalle to iStar Financial Inc recorded in Official Records Book 962, page 1675.

Collateral Assignments

1. Conditional Assignment of Rents, Leases and Revenues dated May 6, 1993 and recorded in Official Record Book 681, Page 900.

Miscellaneous Loan Documents

1. Security Agreement dated as of January 14, 1997, executed by Amelia Amenities, Inc., a Florida corporation, in favor of Starwood DV II, L.L.C. ("Liquor License Security Agreement");
2. Trademark Security Agreement dated as of January 14, 1997, executed by Amelia Island Company in favor of Starwood DV II, L.L.C.;
3. Subordination, Attornment and Non-Disturbance Agreement dated January 14, 1997, executed by and between Barnett Bank, N.A., Amelia Island Company and Starwood DV II, L.L.C. ("Ancillary Facilities Lease Non-Disturbance Agreement");
4. Assignment of Leases dated as of January 14, 1997, executed by Amelia Island Company in favor of Starwood DV II, L.L.C.;
5. Landlord Waiver and Consent dated as of January _____, 1997, executed by Amelia Realty, Inc. in favor of Starwood DV II, L.L.C.
6. Lost Note Affidavit and Indemnity Agreement from Barnett Bank, N.A., dated January 15, 1997.

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