

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Shea Homes Limited Partnership		11/16/2010	LIMITED PARTNERSHIP: CALIFORNIA
Shea Homes, Inc.		11/16/2010	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Shea IP Trust
Street Address:	919 North Market Street
Internal Address:	Suite 1600
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19801
Entity Type:	TRUST: DELAWARE

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Registration Number:	3813080	SHEA GREEN CERTIFIED
Registration Number:	3813081	SHEA GREEN CERTIFIED
Registration Number:	3813111	SHEA HOMES ACTIVE LIFESTYLE COMMUNITIES
Registration Number:	3156819	SHEAHOMES CARING SINCE 1881
Registration Number:	3246327	SHEA HOMES
Serial Number:	77414983	SHEASCAPE
Serial Number:	77751572	SHEA SPACES

**CORRESPONDENCE DATA**

Fax Number: (215)655-2286  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: trademarks@dechert.com  
 Correspondent Name: Jacob Bishop

**900175956**

**TRADEMARK  
 REEL: 004419 FRAME: 0279**

**CH \$190.00 3813080**

Address Line 1: Dechert LLP  
Address Line 2: Cira Centre, 2929 Arch Street  
Address Line 4: Philadelphia, PENNSYLVANIA 19104-2808

ATTORNEY DOCKET NUMBER:	103133
NAME OF SUBMITTER:	Jacob Bishop
Signature:	/Jacob Bishop/
Date:	11/19/2010

**Total Attachments: 8**

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ASSIGNMENT OF TRADEMARKS

WHEREAS, Shea Homes Limited Partnership, a California limited partnership and Shea Homes, Inc., a Delaware corporation (hereinafter, each an "Assignor"), owns certain trademarks and service marks that include the word SHEA (hereinafter the "Marks" and the "Registrations"), including without limitation those registrations and common law trademarks and service marks set forth on Exhibit A hereto; and

WHEREAS, Shea IP Trust, a trust organized under the laws of Delaware with an address of 919 North Market Street, Suit 1600, Wilmington, Delaware 19801 (hereinafter "Assignee"), desires to acquire any and all rights that each Assignor has in and to the Marks and Registrations together with all goodwill related thereto;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Assignor does hereby assign unto Assignee, and Assignee hereby accepts, all of Assignor's right, title and interest in and to the Marks and the Registrations, including all common-law rights, throughout the world, together with all goodwill related thereto.

SHEA HOMES LIMITED PARTNERSHIP  
By: J.F. Shea L.P., its sole General Partner  
By: JFS Management, L.P., its sole General Partner  
By: J.F. Shea Construction Management, Inc., its sole General Partner

By: James G. Shontere  
Name: James G. Shontere  
Title: Secretary

By: Robert O'Dell  
Name: Robert O'Dell  
Title: Treasurer  
Date: \_\_\_\_\_

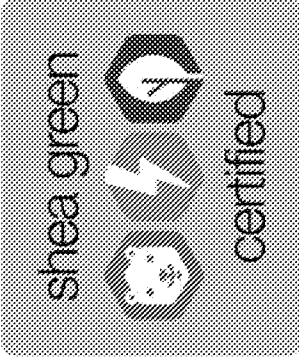
SHEA HOMES, INC.

By: James G. Shontere  
Name: James G. Shontere  
Title: Secretary

By: Robert O'Dell  
Name: Robert O'Dell  
Title: Treasurer  
Date: \_\_\_\_\_

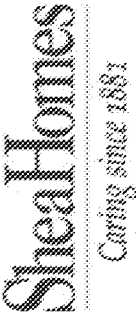
**Exhibit A**

**THE TRADEMARKS**


MARK	DESCRIPTION	REGISTRATION/ SERIAL NO.	STATUS	NEXT DEADLINE
<p>SHEA GREEN CERTIFIED®</p> 	<p><b>SHEA GREEN CERTIFIED®</b></p> <p>International Class: 37</p> <p>Registered: July 6, 2010</p> <p>Owner: Shea Homes, Inc.</p> <p>Services: Construction and land development services, namely planning, laying out and building of residential and multi-use communities featuring new residences, recreational facilities, social and community facilities and meeting and convention centers.</p>	<p>3,813,080</p>	<p>REGISTERED. July 15, 2010: Cert of Reg sent to Shauna</p> <p>Sections 8 &amp; 15 Declaration due beginning July 6, 2015, must be filed by July 6, 2016.</p> <p>Section 9 Renewal and new Section 8 Affidavit due beginning July 6, 2019, must be filed by July 6, 2020.</p>	<p>July 6, 2016</p> <p>Sections 8 &amp; 15 Declaration due</p>

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MARK	DESCRIPTION	REGISTRATION/ SERIAL NO.	STATUS	NEXT DEADLINE
<p><b>SHEA HOMES ACTIVE LIFESTYLE COMMUNITIES®</b></p>	<p><b>SHEA HOMES ACTIVE LIFESTYLE COMMUNITIES®</b></p> <p>International Class: 37</p> <p>Registered: July 6, 2010</p> <p>Owner: Shea Homes, Inc.</p> <p>Services: Construction and land development services, namely planning, laying out and building of residential and multi-use communities featuring new residences, recreational facilities, social and community facilities and meeting and convention centers</p>	<p>3,813,111</p>	<p>REGISTERED. July 15, 2010: Cert of Reg sent to Rick</p> <p>Sections 8 &amp; 15 Declaration due beginning July 6, 2015, must be filed by July 6, 2016.</p> <p>Section 9 Renewal and new Section 8 Affidavit due beginning July 6, 2019, must be filed by July 6, 2020.</p>	<p>July 6, 2016</p> <p>Sections 8 &amp; 15 Declaration due</p>

MARK	DESCRIPTION	REGISTRATION/ SERIAL NO.	STATUS	NEXT DEADLINE
<p>SHEA HOMES (w/tag)</p> 	<p>SHEA HOMES (w/tag)</p> <p>International Class: 37</p> <p>Registered: October 17, 2006</p> <p>Owner: Shea Homes Limited Partnership</p> <p>Services: Construction and land development services, namely planning, laying out, building, marketing and selling of residential and multi-use communities featuring new residences, recreational facilities, social and community facilities and meeting and convention centers.</p>	<p>3,156,819</p>	<p>REGISTERED. Sections 8 &amp; 15 Declaration due beginning October 17, 2011, must be filed by October 17, 2012.</p> <p>Section 9 Renewal and new Section 8 Affidavit due beginning October 17, 2015, must be filed by October 17, 2016.</p>	<p>October 17, 2012</p> <p>Sections 8 &amp; 15 Declaration due</p>



MARK	DESCRIPTION	REGISTRATION/ SERIAL NO.	STATUS	NEXT DEADLINE
<p>SHEA HOMES (w/o tag)</p> 	<p>SHEA HOMES (w/o tag)</p> <p>International Class: 37</p> <p>Registered: May 29, 2007</p> <p>Owner: Shea Homes Limited Partnership</p> <p>Services: Construction and land development services, namely planning, laying out, building, marketing and selling of residential and multi-use communities featuring new residences, recreational facilities, social and community facilities and meeting and convention centers.</p>	<p>3,246,327</p>	<p>REGISTERED: Sections 8 &amp; 15 Declaration due beginning May 29, 2012, must be filed by May 29, 2013.</p> <p>Section 9 Renewal and new Section 8 Affidavit due beginning May 29, 2016, must be filed by May 29, 2017.</p>	<p>May 29, 2013</p> <p>Sections 8 &amp; 15 Declaration due</p>

MARK	DESCRIPTION	REGISTRATION/ SERIAL NO.	STATUS	NEXT DEADLINE
SHEASCAPE	<p>SHEASCAPE</p> <p>International Class: 44</p> <p>Filed: March 6, 2008 (ITU)</p> <p>Owner: Shea Homes, Inc.</p> <p>Notice of Allowance: October 14, 2008</p> <p>Services: Landscape gardening; landscaping design services</p>	77/414,983	<p>ALLOWED. April 12, 2010: 3<sup>rd</sup> extension request filed</p>	<p>October 14, 2010</p> <p>Deadline to file SOU and/or 4<sup>th</sup> extension request</p>
SHEA SPACES	<p>SHEA SPACES</p> <p>International Class: 37</p> <p>Filed: June 3, 2009 (ITU)</p> <p>Owner: Shea Homes Limited Partnership</p> <p>Notice of Allowance: July 20, 2010</p> <p>Services: a product line of homes in various markets relating to the layout, design, construction, marketing and sale of new single family residences</p>	77/751,572	<p>ALLOWED. July 20, 2010: NOA issued</p>	<p>January 20, 2011</p> <p>Deadline to file SOU or 1<sup>st</sup> EOT</p>

TRADEMARK