

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/22/2010

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ASC Utah		03/22/2010	CORPORATION: MAINE

RECEIVING PARTY DATA

Name:	ASC Utah LLC
Doing Business As:	The Canyons
Street Address:	4000 Canyons Resort Drive
City:	Park City
State/Country:	UTAH
Postal Code:	84098
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2327938	THE CANYONS
Registration Number:	3753620	THE CANYONS
Registration Number:	3027313	THE CANYONS

CORRESPONDENCE DATA

Fax Number: 8018528203
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 801-805-3688
 Email: pto@techlawventures.com
 Correspondent Name: Preston C. Regehr
 Address Line 1: 3290 W. Mayflower Way
 Address Line 4: Lehi, UTAH 84043

ATTORNEY DOCKET NUMBER:	ASC UTAH MERGER RECORDED
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OP \$90.00 2327938

NAME OF SUBMITTER:	Preston C. Regehr
Signature:	/Preston C. Regehr/
Date:	06/15/2012
Total Attachments: 8 source=ASC Utah corp to LLC merger#page1.tif source=ASC Utah corp to LLC merger#page2.tif source=ASC Utah corp to LLC merger#page3.tif source=ASC Utah corp to LLC merger#page4.tif source=ASC Utah corp to LLC merger#page5.tif source=ASC Utah corp to LLC merger#page6.tif source=ASC Utah corp to LLC merger#page7.tif source=ASC Utah corp to LLC merger#page8.tif	

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 IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "ASC UTAH LLC", FILED IN THIS OFFICE ON THE TENTH DAY OF MARCH, A.D. 2010, AT 11:53 O'CLOCK A.M.

4797701 8100

100264528

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7860645

DATE: 03-10-10

TRADEMARK
REEL: 004802 FRAME: 0709

CERTIFICATE OF FORMATION

OF

ASC UTAH LLC

The undersigned, an authorized natural person, for the purpose of forming a limited liability company under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST. The name of the limited liability company (hereinafter called the "Limited Liability Company") is **ASC Utah LLC**.

SECOND. The address of the registered office and the name and address of the registered agent of the Limited Liability Company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are c/o United Corporate Services, Inc., 874 Walker Road, Suite C, Dover, Delaware 19904. The name of its registered agent at that address is United Corporate Services, Inc.

Executed on March 10, 2010

Debbie Goldman /s/
Debbie Goldman, Authorized Person

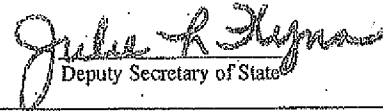
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LIMITED LIABILITY COMPANY

STATE OF MAINE

CERTIFICATE OF MERGER

Pursuant to 31 MRSA §744, the undersigned survivor of the merger executes and delivers the following Articles of Merger:


Deputy Secretary of State

A True Copy When Attested By Signature

Deputy Secretary of State

FIRST: The name, type of entity and current jurisdiction of each limited liability company or other business entity that is to merge:

<u>Name</u>	<u>Type of Entity</u>	<u>Jurisdiction</u>
ASC Utah	corporation	Maine
ASC Utah LLC	LLC	DE

Names, type of entity and jurisdiction of additional limited liability companies or other business entities are attached as Exhibit _____, and made a part hereof.

SECOND: An agreement of merger has been approved and executed by each limited liability company or other business entity that is a party to the merger.

THIRD: The name of the surviving limited liability company:

<u>Name</u>	<u>Jurisdiction</u>
ASC Utah LLC	Delaware

FOURTH: (Check only one box)

- Any changes or restatement to the organizing documents of the surviving limited liability company or other business entity are attached as Exhibit _____ and are made a part hereof.
- There are no changes or restatement to the organizing documents of the surviving limited liability company or other business entity.
- If the result of the merger creates a new limited liability company, attached is Exhibit _____ which contains all the provisions required to be set forth in its organizing documents with any other desired provisions that are permitted. (Attach form MLLC-6-1, for a domestic limited liability company)

FIFTH: (Check only one box, if applicable)

- Shareholder approval was not required by any corporation party to the merger.
- The plan was duly approved by the shareholders and, if voting by any separate voting group was required, by each separate group in the manner required by Title 13-C and the corporation's articles of incorporation.

SIXTH: The executed agreement or plan of merger is on file at a place of business of the surviving limited liability company or other business entity at the following address:

1850 Side Winder Drive, 2nd Floor, Park City, PO Box 4349, Utah 84060

SEVENTH: A copy of the agreement of merger will be furnished by the surviving limited liability company or other business entity on request and without cost, to a person holding an interest in a limited liability company or other business entity that is to merge.

EIGHTH: If the surviving limited liability company or other business entity is not organized under the laws of this State, the surviving limited liability company or other business entity:

- (1) Agrees that it may be served with process in this State in a proceeding for enforcement of an obligation of a party to the merger that was organized under the laws of this State, as well as for enforcement of an obligation of the surviving limited liability company or other business entity arising from the merger; and
- (2) Appoints the Secretary of State as its agent for service of process in any such proceeding. The following is the address to which a copy of the process must be mailed by the Secretary of State:

1850 Side Winder Drive, 2nd Floor, Park City, PO Box 4349, Utah 84060

NINTH: Effective date of the merger (if other than date of filing of the Certificate) is _____

(Not to exceed 60 days from date of filing of the Certificate)

TENTH: The merger was effected in compliance with the laws applicable to mergers of all parties to the merger.

ELEVENTH: An agreement that the surviving limited liability company or other business entity shall continue to comply with all provisions of all laws applicable to mergers or consolidations of all parties to the merger or consolidation, including, without limitation, provisions on payment of amounts to which dissenting shareholders are entitled.

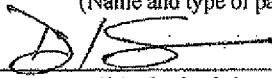
Must Be Completed By the First Party to the Merger

ASC Utah

March 22, 2010

(Name and type of participating business entity)

(Date)



David J. Smith, secretary

(*Authorized signature)

(Type or print name and capacity)

(*Authorized signature)

(Type or print name and capacity)

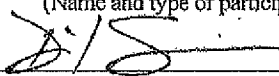
Must Be Completed By the Second Party to the Merger

ASC Utah LLC

March 22, 2010

(Name and type of participating business entity)

(Date)



David J. Smith, secretary, authorized person

(*Authorized signature)

(Type or print name and capacity)

(*Authorized signature)

(Type or print name and capacity)

Must Be Completed By the Third Party to the Merger

(Name and type of participating business entity)

(Date)

(*Authorized signature)

(Type or print name and capacity)

(*Authorized signature)

(Type or print name and capacity)

(Copy this page, and modify participant number, if more signature spaces are needed.)

*Certificate **MUST** be signed as follows:

- (1) If a limited liability company is a party to the merger, this document **MUST** be signed by: (31 MRSA §627)
 - (a) at least one **manager** OR
 - (b) at least one **member** if the limited liability company is managed by the members OR
 - (c) any duly authorized person.
- (2) If a corporation is a party to the merger, this document **MUST** be signed by an officer or other duly authorized representative on behalf of each party. (13-C MRSA §1106.1).
- (3) If a limited partnership is a party to the merger, this document **MUST** be signed by each general partner listed in the certificate of limited partnership (31 MRSA §1438.1)

The execution of this certificate constitutes an oath or affirmation, under the penalties of false swearing under 17-A MRSA §453.

Please remit your payment made payable to the Maine Secretary of State.

Submit completed form to:

Secretary of State

Division of Corporations, UCC and Commissions

101 State House Station

Augusta, ME 04333-0101

Telephone Inquiries: (207) 624-7752

Email Inquiries: CEC.Corporations@Maine.gov

Form No. MLLC-10 (3 of 3) Rev. 7/1/2007

TRADEMARK
REEL: 004802 FRAME: 0713

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:

"ASC UTAH", A MAINE CORPORATION,


WITH AND INTO "ASC UTAH LLC" UNDER THE NAME OF "ASC UTAH LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF MARCH, A.D. 2010, AT 11:20 O'CLOCK A.M.

4797701 8100M

100301651

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7883009

DATE: 03-22-10

TRADEMARK
REEL: 004802 FRAME: 0714

CERTIFICATE OF MERGER

OF

ASC UTAH
(a Maine Corporation)

INTO

ASC UTAH LLC
(a Delaware LLC)

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act

The undersigned, being the surviving limited liability company, hereby sets forth as follows:

FIRST: The name of the surviving limited liability company is **ASC UTAH LLC**; its state of formation is Delaware.

SECOND: The name of the non-surviving limited liability company or other business entity is **ASC Utah**; its state of formation is Maine.

THIRD: An Agreement of Merger has been approved and executed by the domestic limited liability company and other business entity which is to merge.

FOURTH: The executed Agreement of Merger is on file at a place of business of the surviving limited liability company; the address of said place of business is 1850 Sidewinder Drive, 2nd Floor, Park City, Utah 84060.

FIFTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company, on request and without cost, to any member of any domestic limited liability company or any person holding interest in any other business entity which is to merge.

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ASC UTAH LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF MARCH, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ASC UTAH LLC" WAS FORMED ON THE TENTH DAY OF MARCH, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



4797701 8300

100302344

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7883214

DATE: 03-22-10