

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Preserve Resort Inc.		12/31/2012	CORPORATION: TENNESSEE
RECEIVING PARTY DATA			
Name:	The Preserve Resort, LLC		
Street Address:	7 Sylvan Way		
City:	Parsippany		
State/Country:	NEW JERSEY		
Postal Code:	07054		
Entity Type:	LIMITED LIABILITY COMPANY: TENNESSEE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78590956	THE PRESERVE RESORT	
CORRESPONDENCE DATA			
Fax Number:	9737536620		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	973-753-6455		
Email:	uspto.mail@wyn.com		
Correspondent Name:	Susan L. Crane		
Address Line 1:	22 Sylvan Way		
Address Line 4:	Parsippany, NEW JERSEY 07054		
ATTORNEY DOCKET NUMBER:	WER/SMOKY MOUNTAIN		
NAME OF SUBMITTER:	Susan L. Crane		
Signature:	/susanlcrane/		
Date:	01/07/2013		

CH \$40.00 78590956

Total Attachments: 5

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STATE OF TENNESSEE
Tre Hargett, Secretary of State
Division of Business Services
William R. Snodgrass Tower
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

The Preserve Resort, LLC
7 SYLVAN WAY
PARSIPPANY, NJ 07054-3805

December 26, 2012

Control # 488510

Effective Date: 12/31/2012

Document Receipt

Receipt #: 865508

Filing Fee: \$320.00

Payment-Account - CFS-1, NASHVILLE, TN

\$320.00

ACKNOWLEDGMENT OF CONVERSION

THE PRESERVE RESORT INC. converted from a **TENNESSEE Corporation For-Profit** to
The Preserve Resort, LLC
a **TENNESSEE Limited Liability Company**

This will acknowledge the filing of the attached Articles of Conversion with an effective date as indicated above.

When corresponding with this office or submitting documents for filing, please refer to the control number given above.

Tre Hargett
Secretary of State

Processed By: Carol Dickerson

Received by Tennessee Secretary of State Tre Hargett, 12/26/2012, 12:03:59, 7125.2457

State of Tennessee



Department of State
Corporate Filings
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

CERTIFICATE OF CONVERSION
(Domestic For-Profit Corporation into LLC
under TCA §48-21-111)

(For use on or after 7/1/2006)

For Office Use Only

FILED

Pursuant to the provisions of §48-21-111 of the Tennessee Business Corporation Act and §48-249-703 of the Tennessee Revised Limited Liability Company Act, the undersigned hereby submits this certificate of conversion:

1. The name and principal business address of the converting domestic corporation is:

The Preserve Resort Inc.
7 Sylvan Way, Parsippany, NJ 07054

2. The converting corporation was formed in Tennessee, its date of formation is 2/28/05 (month/day/year), and its SOS control number (if known) is: 000488510

3. The converting corporation is being converted to a domestic limited liability company, and the name of the domestic limited liability company as set forth in its article of organization is: The Preserve Resort, LLC

4. The plan of conversion is attached to this certificate of conversion and is incorporated herein by reference.

5. The terms and conditions of the conversion have been approved by the unanimous vote of the shareholders; all required approvals of the conversion have been obtained by the converting corporation.

6. The number of members of the limited liability company at the date of conversion is one.

7. If the conversion is not to be effective upon the filing of the certificate of conversion and articles of organization, then the future effective date and time of the conversion is:

Date: December 31, 2012 Time: 12:00 a.m.

Signature Date

Signature

Group Vice President, Legal and Assistant Secretary

Kenneth Drake

Signer's Capacity (if other than individual capacity)

Name (printed or typed)

SS-4498 (Rev. 05/06)

Filing Fee \$20

RDA 2458

Received by Tennessee Secretary of State Tre Hargett, 12/26/2012, 12:03:59, 7125.2458

PLAN OF CONVERSION

This Plan of Conversion is for the purpose of effecting the conversion of The Preserve Resort Inc. (the "Corporation") to a limited liability company pursuant to Section 48-21-111 of the Tennessee Business Corporation Act:

1. The name of the limited liability company into which the corporation will be converted is The Preserve Resort, LLC.
2. All of the issued and outstanding shares of the Corporation shall be converted into one hundred percent (100%) of the membership interests in the resulting limited liability company.
3. The effective date of the conversion shall be the date and time specified in the articles of organization and the certificate of conversion.
4. The contents of the articles of organization that shall be the articles of organization of the limited liability company unless and until modified in accordance with § 48-249-204 are set forth in the copy of the articles of organization attached hereto as Exhibit A and incorporated herein.
5. Notification of the approval of the conversion will be deemed to be execution of the operating agreement by the persons who will be the members of the limited liability company.

TRADEMARK

REEL: 004936 FRAME: 0341

Received by Tennessee Secretary of State Tre Hargett, 12/26/2012, 12:04:00, 7125.2459

Exhibit A

Articles of Organization

Received by Tennessee Secretary of State Tre Hargett, 12/26/2012, 12:04:01, 7125.2460

State of Tennessee



Department of State
Corporate Filings
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

ARTICLES OF ORGANIZATION
(LIMITED LIABILITY COMPANY)

(For use on or after 7/1/2006)

For Office Use Only

FILED

The Articles of Organization presented herein are adopted in accordance with the provisions of the Tennessee Revised Limited Liability Company Act.

1. The name of the Limited Liability Company is: The Preserve Resort, LLC

(NOTE: Pursuant to the provisions of TCA §48-249-106, each limited Liability Company name must contain the words "Limited Liability Company" or the abbreviation "LLC" or "L.L.C.")

2. The name and complete address of the Limited Liability Company's initial registered agent and office located in the state of Tennessee is:

Corporate Creations Network Inc.
(Name)
205 Powell Place Brentwood TN, 37207
(Street address) (City) (State/Zip Code)
Williamson
(County)

3. The Limited Liability Company will be: (NOTE: PLEASE MARK APPLICABLE BOX)

Member Managed Manager Managed Director Managed

4. Number of Members at the date of filing, if more than six (6): One (1) member

5. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date and time is: (Not to exceed 90 days)

Date: December 31, 2012 Time: 12:00 a.m.

6. The complete address of the Limited Liability Company's principal executive office is:

7 Sylvan Way Parsippany NJ / Morris / 07054
(Street Address) (City) (State/County/Zip Code)

7. Period of Duration if not perpetual: Perpetual

8. Other Provisions: Not applicable

9. THIS COMPANY IS A NONPROFIT LIMITED LIABILITY COMPANY (Check if applicable)

Signature Date

Signature

Group Vice President, Legal and Assistant Secretary

Kenneth Drake

Signer's Capacity (if other than individual capacity)

Name (printed or typed)