

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

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

<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Club at Spanish Peaks, LLC		07/16/2013	LIMITED LIABILITY COMPANY:

<b>RECEIVING PARTY DATA</b>	
Name:	CH SP Acquisition LLC
Street Address:	One Boston Place, Suite 2300
Internal Address:	c/o CrossHarbor Capital Partners LLC
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02108
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

<b>PROPERTY NUMBERS Total: 6</b>		
Property Type	Number	Word Mark
Registration Number:	3029179	SP SPANISH PEAKS BIG SKY, MONTANA
Registration Number:	3029181	SP
Registration Number:	3849064	THE LODGE AT SPANISH PEAKS
Registration Number:	3742203	LONE MOOSE MEADOWS
Registration Number:	3410112	BEST OF THE WEST
Registration Number:	3265532	THE CLUB AT SPANISH PEAKS

<b>CORRESPONDENCE DATA</b>	
Fax Number:	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Email:	jlacey@goulstonstorrs.com
Correspondent Name:	Joanne M. Lacey
Address Line 1:	400 Atlantic Avenue
Address Line 4:	Boston, MASSACHUSETTS 02110-3333

OP \$165.00 3029179

**TRADEMARK**

NAME OF SUBMITTER:	Joanne M. Lacey
Signature:	/Joanne M. Lacey/
Date:	07/29/2013
Total Attachments: 2 source=Assignment 1#page1.tif source=Assignment 1#page2.tif	

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (the "Assignment") made as of the 16 day of July, 2013, is made by ROSS P. RICHARDSON, Chapter 7 Trustee of the Bankrupt Estates of Spanish Peaks Holdings II, LLC (successor by merger to Spanish Peaks Holdings, LLC), Spanish Peaks Lodge, LLC, and the Club at Spanish Peaks, LLC ("Assignor").

WHEREAS, The Club at Spanish Peaks, LLC, a Delaware limited liability company is the owner of record of the service marks identified in Schedule 1 attached hereto (the "Marks"), which are the subject of the federal service mark registrations listed in such Schedule 1; and

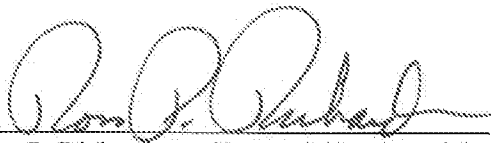
WHEREAS, in connection with that certain Asset Purchase Agreement dated as of June 3, 2013 by and between the Assignor and CH SP Acquisition LLC ("Assignee"), the Assignor desires to transfer the Marks together with the associated good will to the Assignee and the Assignee desires to acquire such Marks from the Assignor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns unto Assignee all of Assignor's rights, title and interest in and to the Marks, together with (a) the good will of the business symbolized by and associated with the Marks, (b) all applications for registration, registrations, renewals and statements of use thereof, and (c) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Marks or the registrations thereof or such associated good will.

Assignor agrees to execute and deliver at Assignee's reasonable request all papers, instruments, and assignments, and to perform any other acts the Assignee may reasonably require in order to vest in Assignee all of Assignor's rights, title, and interest in and to the Marks and/or to provide evidence to support any of the foregoing in the event such evidence is reasonably deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor.



IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed as of the 16 day of July, 2013.

ASSIGNOR

By:   
Ross P. Richardson, Chapter 7 Trustee of the  
Bankrupt Estate of The Club at Spanish Peaks, LLC

Schedule 1

U.S. SERVICE MARK REGISTRATIONS

Mark	Reg. No.	Reg. Date
 <p><b>SPANISH PEAKS</b> BIG SKY, MONTANA</p>	3029179	Dec. 13, 2005
	3029181	Dec. 13, 2005
THE LODGE AT SPANISH PEAKS	3849064	Sept. 14, 2010
LONE MOOSE MEADOWS	3742203	Jan. 26, 2010
BEST OF THE WEST	3410112	Apr. 8, 2008
THE CLUB AT SPANISH PEAKS	3265532	July 17, 2007

TRADEMARK

RECORDED: 07/29/2013

REEL: 005080 FRAME: 0504