

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM419684

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Orchards Newco, LLC		02/28/2017	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	DiamondRock AZ OR Owner, LLC		
Street Address:	3 Bethesda Metro Center, Suite 1500		
Internal Address:	c/o DiamondRock Hospitality Company		
City:	Bethesda		
State/Country:	MARYLAND		
Postal Code:	20814		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4925046	ORCHARDS INN	
Registration Number:	4802236	TAOS CANTINA	
CORRESPONDENCE DATA			
Fax Number:	2029425999		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	202.942.5000		
Email:	roberta.horton@apks.com, elisabeth.richards@apks.com		
Correspondent Name:	Roberta L. Horton		
Address Line 1:	601 Massachusetts Ave., NW		
Address Line 4:	Washington, D.C. 20001		
NAME OF SUBMITTER:	Roberta L. Horton		
SIGNATURE:	/Roberta L. Horton/		
DATE SIGNED:	03/15/2017		
Total Attachments: 4			
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OP \$65.00 4925046

TRADEMARK AND SERVICE MARK ASSIGNMENT (Orchards)

This Trademark and Service Mark Assignment (“Assignment”) is made effective as of the 28th day of February, 2017 (the “Effective Date”), by Orchards Newco, LLC, a Delaware limited liability company (“Assignor”), in favor of DiamondRock AZ OR Owner, LLC (“Assignee”), a Delaware limited liability company.

WHEREAS, Assignee desires to acquire all of Assignor’s right, title and interest in and to the trademarks and service marks as shown in Schedule 1 attached hereto, together with the goodwill symbolized thereby (collectively, the “Marks”), as well as all common law rights in the Marks;

WHEREAS, Assignor has agreed to assign and transfer to Assignee all right, title and interest owned by Assignor in the Marks, together with the goodwill symbolized thereby; and

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are acknowledged, and intending to be legally bound hereby, Assignor agrees as follows:

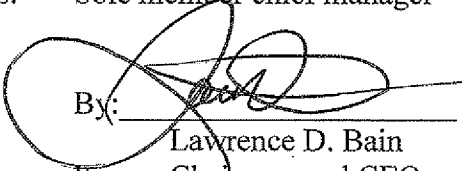
1. Assignor hereby assigns, transfers, conveys and grants to Assignee any and all right, title, and interest now owned and possessed by Assignor in and to the Marks, together with the goodwill symbolized thereby.
2. Assignor further hereby assigns, transfers, conveys, and grants to Assignee any and all rights of action at law and suits in equity to recover for past infringements of the Marks currently known to Assignor as of the date hereof or that may become known after the date of this Assignment.
3. Assignor shall take any additional measures reasonably requested by Assignee to implement this Assignment fully.
4. Assignor acknowledges and agrees that Assignee, or any parent, subsidiary or affiliate of Assignee, may seek registration at the U.S. Patent and Trademark Office or in the State of Arizona for any trademark, service mark or trade name consisting of or incorporating: the element “ORCHARDS” with the element “INN”; “ORCHARDS” with the element “BAR AND GRILL”, the element “89AGAVE”, and “TAOS CANTINA” for use in connection with hotel, spa, restaurant or related services offered at Assignee’s properties.

5. Facsimile signatures and signatures delivered electronically (e.g. via pdf file) shall be deemed to be the equivalent of original signatures for purposes of this Assignment.


[signature follows]

ORCHARDS NEWCO, LLC,
a Delaware limited liability company

By: IMH Financial Corporation
a Delaware corporation
Its: Sole member chief manager

By: 
Lawrence D. Bain
Its: Chairman and CEO

Schedule 1

Mark	Owner	Status	App Date/No. Reg Date/No.	Goods/Services
	ORCHARDS NEWCO, LLC DELAWARE LIMITED LIABILITY CO. 7001 N. SCOTTSDALE ROAD SUITE 2050 SCOTTSDALE, ARIZONA, 85253	Registered USPTO	App 15-JUL-2014 App 86338086 Reg 29-MAR-2016 Reg 4925046	Class 43: HOTEL AND RESORT HOTEL SERVICES
	ORCHARDS NEWCO, LLC LIMITED LIABILITY COMPANY 7001 N. SCOTTSDALE RD, STE 2050 SCOTTSDALE ARIZONA 85253 Tel.: 480-840-8400	Registered USPTO	App 15-JUL-2014 App 86338097 Reg 01-SEP-2015 Reg 4802236	Class 43: Restaurant and bar services; Catering services.
ORCHARDS INN	ORCHARDS NEWCO, LLC LIMITED LIABILITY COMPANY 7001 N. SCOTTSDALE RD, STE 2050 SCOTTSDALE ARIZONA 85253 Tel.: 480-840-8400	Registered (AZ) State	Reg 15-OCT-2014 Reg 58509	Class 43: Hotel and resort services
89AGAVE CANTINA	ORCHARDS NEWCO, LLC LIMITED LIABILITY COMPANY 7001 N. SCOTTSDALE, STE. 2050 SCOTTSDALE ARIZONA 85253 Tel.: 480-840-8400	Registered (AZ) State	Reg 01-OCT-2015 Reg 631567	43 Restaurant and bar
SEDONASEDONA IS 89AGAVE Cross References: SEDONA SEDONA IS 89 AGAVE	ORCHARDS NEWCO, LLC LIMITED LIABILITY COMPANY 7001 N. SCOTTSDALE RD., STE. 2050 SCOTTSDALE ARIZONA 85253 Tel.: 480-840-8400	Registered (AZ) State	Reg 01-OCT-2015 Reg 59846	3 16 27 Signs, rugs/mats, website, emails
ORCHARDS INN	ORCHARDS NEWCO, LLC LIMITED LIABILITY COMPANY 7001 N. SCOTTSDALE RD, STE 2050 SCOTTSDALE ARIZONA 85253 Tel.: 480-840-8400	Registered (AZ) State	Reg 15-OCT-2014 Reg 58509	43 Hotel and resort services
THE ORCHARDS BAR AND GRILL	ORCHARDS NEWCO, LLC LIMITED LIABILITY COMPANY P.O. BOX 910 SCOTTSDALE ARIZONA 85252-0910 Tel.: 480-840-8400	Registered (AZ) State	Reg 19-AUG-2013 Reg 578924	43 Restaurant and bar
TAOS CANTINA	ORCHARDS NEWCO, LLC LIMITED LIABILITY COMPANY 7001 N. SCOTTSDALE RD, STE 2050 SCOTTSDALE ARIZONA 85253 Tel.: 480-840-8400	Registered (AZ) State	Reg 15-OCT-2014 Reg 58512	43 Restaurant and bar services; catering services