

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM421314

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Waukesha Hospitality, LLC		02/01/2017	Corporation: MINNESOTA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bell Bank		
<b>Street Address:</b>	5500 Wayzata Blvd.		
<b>City:</b>	Minneapolis		
<b>State/Country:</b>	MINNESOTA		
<b>Postal Code:</b>	55416		
<b>Entity Type:</b>	National Banking Association: NORTH DAKOTA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3228537	COUNTRY SPRINGS HOTEL	
<b>Registration Number:</b>	3090762		
<b>Registration Number:</b>	3159459	THE SPRINGS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6129778650		
<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>			
<b>Phone:</b>	6129778400		
<b>Email:</b>	ip@briggs.com		
<b>Correspondent Name:</b>	Briggs and Morgan, P.A.		
<b>Address Line 1:</b>	80 South Eighth Street		
<b>Address Line 2:</b>	2200 IDS Center		
<b>Address Line 4:</b>	Minneapolis, MINNESOTA 55402		
<b>ATTORNEY DOCKET NUMBER:</b>	38397.97		
<b>NAME OF SUBMITTER:</b>	Audrey J. Babcock		
<b>SIGNATURE:</b>	/Audrey J. Babcock/		
<b>DATE SIGNED:</b>	03/28/2017		
<b>Total Attachments: 4</b>			
source=PCDOCS-#8224194-v1-Bell_Waukesha_-_Notice_of_Grant_of_Security_Interest_(EXECUTED)#page1.tif			
source=PCDOCS-#8224194-v1-Bell_Waukesha_-_Notice_of_Grant_of_Security_Interest_(EXECUTED)#page2.tif			

CH \$90.00 3228537

source=PCDOCS-#8224194-v1-Bell\_Waukesha\_-\_Notice\_of\_Grant\_of\_Security\_Interest\_(EXECUTED)#page3.tif  
source=PCDOCS-#8224194-v1-Bell\_Waukesha\_-\_Notice\_of\_Grant\_of\_Security\_Interest\_(EXECUTED)#page4.tif

**NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS**

Dated: February 1, 2017

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to a certain Construction Mortgage, Security Agreement, Assignment of Leases and Rents and Fixture Financing Statement dated as of February 1, 2017 (as the same may hereafter be amended, modified, extended or restated from time to time, the "Mortgage") by Waukesha Hospitality, LLC, a Minnesota limited liability company ("Grantor") in favor of Bell Bank, a North Dakota banking corporation ("Bank"), Grantor has granted to Bank a continuing security interest in and continuing lien upon, among other things, the trademarks and trademark applications set forth on Exhibit A attached hereto.

Grantor and Bank hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Mortgage and that certain Construction Loan Agreement dated as of February 1, 2017 by and between Grantor and Bank, and (ii) is not to be construed as an assignment of any trademark.

[Remainder of page intentionally blank;  
signature page follows]

Very truly yours,

WAUKESHA HOSPITALITY, LLC,  
a Minnesota limited liability company

By: R. Peter Burwell  
Name: R. Peter Burwell  
Title: President / CEO

Acknowledged and accepted:

BELL BANK,  
a North Dakota banking corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

[Signature page to Notice of Grant of Security Interest in Trademarks]

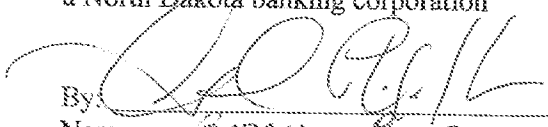
Very truly yours,

WAUKESHA HOSPITALITY, LLC,  
a Minnesota limited liability company

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and accepted:

BELL BANK,  
a North Dakota banking corporation

By:   
Name: GABRIEL PHILBERT  
Title: SENIOR VICE PRESIDENT

[Signature page to Notice of Grant of Security Interest in Trademarks]

EXHIBIT A

U.S. Trademark Registrations

<b>Mark</b>	<b>Registration Number</b>	<b>Registration Date</b>
<b>COUNTRY SPRINGS HOTEL</b>	3228537	April 20, 2007
<b>Logo Mark</b>	3090762	May 9, 2006
<b>THE SPRINGS</b>	3159459	October 17, 2006