

900434889 01/09/2018

**TRADEMARK ASSIGNMENT COVER SHEET**

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM457379

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
MHC TT HOLDING COMPANY, INC.		12/16/2017	Corporation:

**RECEIVING PARTY DATA**

<b>Name:</b>	MHC TT HOLDING COMPANY, L.L.C.
<b>Street Address:</b>	1209 Orange Street
<b>City:</b>	Wilmington
<b>State/Country:</b>	DELAWARE
<b>Postal Code:</b>	19801
<b>Entity Type:</b>	DELAWARE <i>Limited Liability Company</i>

**PROPERTY NUMBERS Total: 11**

Property Type	Number	Word Mark
Registration Number:	1226247	THOUSAND TRAILS
Registration Number:	1226250	THOUSAND TRAILS
Registration Number:	1226249	TT
Registration Number:	1244819	TT
Registration Number:	1225004	TRAILBLAZER
Registration Number:	2127219	THOUSAND TRAILS AMERICA'S FINEST FAMILY
Registration Number:	2655260	LET'S GO CAMPING
Registration Number:	2622727	ENJOY AMERICA! AMERICA'S FINEST DISCOUNT
Registration Number:	1238880	RESORT PARKS INTERNATIONAL
Registration Number:	3644014	RESORT CONNECTIONS BY PREFERRED ACCESS
Registration Number:	3630618	PREFERRED ACCESS

OP \$290.00 1226247

**CORRESPONDENCE DATA**

**Fax Number:** 2062240779  
*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.*  
**Phone:** 206 682 8100  
**Email:** efilng@cojk.com  
**Correspondent Name:** Everett E. Fruehling  
**Address Line 1:** Christensen O'Connor Johnson Kindness

**Address Line 2:** 1201 Third Avenue, Suite 3600  
**Address Line 4:** Seattle, WASHINGTON 98101

<b>ATTORNEY DOCKET NUMBER:</b>	THOT-5-2590
<b>NAME OF SUBMITTER:</b>	Everett E. Fruehling
<b>SIGNATURE:</b>	/Everett E. Fruehling/
<b>DATE SIGNED:</b>	01/09/2018

**Total Attachments: 4**

source=VI.A - MHC TT HOLDING COMPANY, INC.- DE- Cert. of Conversion#page1.tif  
source=VI.A - MHC TT HOLDING COMPANY, INC.- DE- Cert. of Conversion#page2.tif  
source=VI.A - MHC TT HOLDING COMPANY, INC.- DE- Cert. of Conversion#page3.tif  
source=VI.A - MHC TT HOLDING COMPANY, INC.- DE- Cert. of Conversion#page4.tif

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "MHC TT HOLDING COMPANY, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "MHC TT HOLDING COMPANY, INC." TO "MHC TT HOLDING COMPANY, L.L.C.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF DECEMBER, A.D. 2017, AT 12:35 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE SIXTEENTH DAY OF DECEMBER, A.D. 2017 AT 12:59 O'CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

3652211 8100V  
SR# 20177598548

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 203790342  
Date: 12-19-17

**TRADEMARK**  
**REEL: 006309 FRAME: 0921**

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "MHC TT HOLDING COMPANY, L.L.C." FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF DECEMBER, A.D. 2017, AT 12:35 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE SIXTEENTH DAY OF DECEMBER, A.D. 2017 AT 12:59 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

3652211 8100V  
SR# 20177598548

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 203790342  
Date: 12-19-17

**TRADEMARK**  
**REEL: 006309 FRAME: 0922**

**CERTIFICATE OF CONVERSION  
FROM A DOMESTIC CORPORATION TO  
A LIMITED LIABILITY COMPANY**

\*\*\*\*\*  
*In accordance with the provisions of Section 266 of the  
General Corporation Law of the State of Delaware and  
Section 18-214 of the Delaware Limited Liability Company Act*  
\*\*\*\*\*

The undersigned, being duly authorized to execute and file this Certificate of Conversion from a domestic corporation to a domestic limited liability company for the purposes of converting MHC TT Holding Company, Inc., a Delaware corporation (the "Corporation"), into a domestic limited liability company pursuant to Section 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act, does hereby certify as follows:

**FIRST:** The jurisdiction where the Corporation first formed is Delaware.

**SECOND:** The jurisdiction immediately prior to the conversion is Delaware.

**THIRD:** The date the Corporation first formed is April 28, 2003 under the name of KTTI Holding Company, Inc.


**FOURTH:** The name of the Corporation immediately prior to the conversion is MIIC TT Holding Company, Inc.

**FIFTH:** The name of the domestic limited liability company the Corporation is converting to is MHC TT Holding Company, L.L.C. (the "Company")

**SIXTH:** The conversion shall be deemed effective on December 16, 2017 at 12:59 a.m. EST.

The undersigned, being the duly authorized person of the Company, for the purposes of converting the Corporation into a domestic limited liability company pursuant to Section 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act, does make this Certificate of Conversion, hereby declare and certify that this my act and deed and the facts stated herein are true, and accordingly have hereunto set my hands on the 14th day of December, 2017.

MHC TT Holding Company, L.L.C.

By:   
Name: Walter Incard  
Title: Vice President - Legal

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:35 PM 12/15/2017  
FILED 12:35 PM 12/15/2017  
SR 20177598548 - File Number 3652211

**CERTIFICATE OF FORMATION  
OF  
MHC TT HOLDING COMPANY, L.L.C.**

\* \* \* \* \*  
*Adopted in accordance with the provisions of §18-101  
of the Limited Liability Company Act  
of the State of Delaware*  
\* \* \* \* \*

The undersigned, being duly authorized to execute and file this Certificate of Formation for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. Section 18-101, et seq., does hereby certify as follows:

**FIRST**

The name of the limited liability company is MHC TT Holding Company, L.L.C. (the "Company").


**SECOND**

The Company's registered office in the State of Delaware is located at 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801. The name and address of the registered agent for service of process in the State of Delaware are The Corporation Trust Company, 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801.

**THIRD**

This Certificate of Formation shall be effective December 16, 2017 at 12:59 a.m. EST.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the 14th day of December, 2017.

By:   
Name: Walter Jaccard  
Title: Vice President - Legal