

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM496586

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CLP Crested Butte, LLC	FORMERLY CNL Income Crested Butte, LLC	06/04/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Crested Butte, LLC		
Street Address:	12 Snowmass Road		
Internal Address:	P.O. Box 5700		
City:	Mt. Crested Butte		
State/Country:	COLORADO		
Postal Code:	81225		
Entity Type:	Limited Liability Company: COLORADO		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	5040781	EVOLUTION BIKE PARK	
Registration Number:	4702562	CRESTED BUTTE MOUNTAIN RESORT	
Registration Number:	5044634	EVOLUTION BIKE PARK	
Registration Number:	1163137	CRESTED BUTTE	
CORRESPONDENCE DATA			
Fax Number:	2066826031		
<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:	206-622-4900		
Email:	jeffg@seedip.com		
Correspondent Name:	MARC C. LEVY		
Address Line 1:	SEED IP LAW GROUP LLP		
Address Line 2:	701 FIFTH AVENUE, SUITE 5400		
Address Line 4:	SEATTLE, WASHINGTON 98104		
NAME OF SUBMITTER:	Marc C. Levy		
SIGNATURE:	/Marc C. Levy/		
DATE SIGNED:	11/02/2018		
Total Attachments: 9			

OP \$115.00 5040781

source=Crested Butte - Assignment#page1.tif
source=Crested Butte - Assignment#page2.tif
source=Crested Butte - Assignment#page3.tif
source=Crested Butte - Assignment#page4.tif
source=Crested Butte - Assignment#page5.tif
source=Crested Butte - Assignment#page6.tif
source=Crested Butte - Assignment#page7.tif
source=Crested Butte - Assignment#page8.tif
source=Crested Butte - Assignment#page9.tif

ASSIGNMENT OF INTELLECTUAL PROPERTY AND TERMINATION OF LICENSE

WHEREAS, Crested Butte, LLC, a Colorado limited liability company ("Tenant"), has entered into an Intellectual Property License Agreement with CLP Crested Butte, LLC (formerly known as CNL Income Crested Butte, LLC), a Delaware limited liability company ("Landlord") dated as of December 5, 2008 (the "License Agreement") pursuant to which Landlord has licensed the following intellectual property to Tenant to use in connection with its business: (i) the registered marks identified on Schedule A attached hereto and the goodwill associated therewith and symbolized thereby (the "Marks"), (ii) the domain names identified on Schedule A attached hereto, (iii) common law rights in and to the Marks, (iv) the tradenames identified on Schedule A attached hereto and (v) any copyrighted works developed in connection with the promotion, advertisement and operation of the business (together with the intellectual property identified in clauses (i)-(v) above, the "IP");

WHEREAS, subject to the Agreement (as defined below), Landlord desires to assign, transfer, convey and deliver all of its right, title and interest throughout the world in and to the IP to Tenant; and

WHEREAS, subject to the Agreement, Landlord and Tenant desire to terminate the License Agreement and any and all rights and obligations of Landlord and Tenant under the License Agreement;

WHEREAS, subject to the Agreement, Landlord and Tenant are hereby effecting such assignment, transfer, conveyance and delivery of all of the right, title and interest of Landlord throughout the world in and to the IP.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Landlord and Tenant agree as follows:

1. Landlord and Tenant hereby terminate the License Agreement and any and all rights and obligations of the Landlord and Tenant thereunder (the "Termination").
2. Contemporaneously with the Termination, Landlord hereby assigns, transfers, conveys and delivers, to Tenant, subject to the Agreement (as defined below), all right, title and interest of Landlord throughout the world in and to the IP, the same to be held and enjoyed by Tenant, its successors and assigns.
3. Landlord further assigns to Tenant all of Landlord's right to sue for and receive all damages accruing from past, present or future infringements of the IP.
4. This Assignment of Intellectual Property and Termination of License shall be binding upon Landlord, its successors and assigns and all others acting by, through, with or under their direction, and all those in privity therewith.
5. This Assignment of Intellectual Property and Termination of License is given pursuant to that certain Amendment to Real Property and Personal Property Lease Agreement by and among Tenant and Landlord and effective as of June 4, 2018 (as the same may be amended,

restated, and/or supplemented from time to time, the “Agreement”), and is subject to the terms thereof. This Assignment of Intellectual Property and Termination of License shall not be construed to amend the terms of the Agreement nor limit, alter, impair, enlarge or enhance the rights thereunder of the parties thereto. This Assignment of Intellectual Property and Termination of License is given solely for the purpose of separately evidencing the transactions contemplated by the Agreement. Without limiting the generality of the foregoing, nothing contained herein shall relieve or release the parties to the Agreement from any of their respective covenants, obligations or duties under the Agreement, it being the intention of such parties that such covenants, obligations and duties shall survive the execution and delivery of this Assignment of Intellectual Property and Termination of License except to the extent otherwise expressly provided in the Agreement.

[The rest of this page has been left blank intentionally; the signature page follows.]

IN WITNESS WHEREOF, the undersigned has duly executed and delivered this Assignment of Intellectual Property and Termination of License as of the date first above written.

LANDLORD:

CLP CRESTED BUTTE, LLC,
a Delaware limited liability company

By: 

Name: Nicholas Hecker

Title: Authorized Person

TENANT:

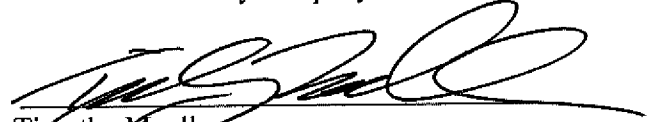
CRESTED BUTTE, LLC

a Colorado limited liability company

By:

Name: Timothy Mueller

Title: Authorized Signatory

A handwritten signature in black ink, appearing to read 'Tim Mueller', written over a horizontal line.




[Signature Page to Registered IP Assignment Agreement – Crested Butte Lease Amendment]

TRADEMARK
REEL: 006510 FRAME: 0592



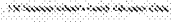


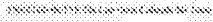
SCHEDULE A

TRADEMARKS, TRADENAMES AND DOMAIN NAMES

TRADEMARKS

TM Record	Mark/Name	App. No./Reg. No.	Registration Date
US Federal Q3 uf 1	<u>EVOLUTION BIKE PARK</u>	RN: 5040781 SN: 86897417	September 13, 2016
US Federal Q3 uf 2	<u>CRESTED BUTTE MOUNTAIN RESORT</u> and Design 	RN: 4702562 SN: 86218005	March 17, 2015
US Federal Q3 uf 3	<u>EVOLUTION BIKE PARK and Design</u> 	RN: 5044634 SN: 86897465	September 20, 2016
US Federal Q3 uf 4	<u>CRESTED BUTTE and Design</u> 	RN: 1163137 SN: 73241462	July 28, 1981
US State Q3 us 5	<u>BETTY BEAR</u>	RN: CO 20161608836 AN: 20171702	September 7, 2016
US State Q3 us 6	<u>BUBBA BEAR</u>	RN: CO 20161608877 AN: 20171704	September 7, 2016
US State Q3 us 7	<u>BUTTE 66 and Design</u>	RN: CO 20161616057 AN: 20171748	September 12, 2016

[Schedule A: Intellectual Property]

TM Record	Mark/Name	App. No./Reg. No.	Registration Date
			
US State Q3 us 8	<p style="text-align: center;"> <u>BUTTE 66</u> <u>ROADHOUSE BAR &</u> <u>GRILLE and Design</u> </p> 	<p style="text-align: center;"> RN: CO 20161616034 AN: 20171747 </p>	<p style="text-align: center;">September 12, 2016</p>
US State Q3 us 9	<p style="text-align: center;"> <u>CB MOUNTAIN</u> <u>SCHOOL (Stylized)</u> </p>	<p style="text-align: center;"> RN: CO 20161613318 AN: 20171726 </p>	<p style="text-align: center;">September 9, 2016</p>
US State Q3 us 10	<p style="text-align: center;"> <u>CB MOUNTAIN</u> <u>SCHOOL'S FAMILY</u> <u>ADVENTURE CLINIC</u> <u>(Stylized)</u> </p> 	<p style="text-align: center;"> RN: CO 20161613302 AN: 20171725 </p>	<p style="text-align: center;">September 9, 2016</p>
US State Q3 us 11	<p style="text-align: center;"> <u>COLORADO'S BEST</u> <u>CORDUROY (Stylized)</u> </p> 	<p style="text-align: center;"> RN: CO 20161613282 AN: 20171724 </p>	<p style="text-align: center;">September 9, 2016</p>
US State Q3 us 12	<p style="text-align: center;"> <u>CRESTED BUTTE</u> <u>MOUNTAIN RESORT</u> <u>and Design</u> </p> 	<p style="text-align: center;"> RN: CO 20161615977 AN: 20171746 </p>	<p style="text-align: center;">September 12, 2016</p>
US State Q3 us 13	<p style="text-align: center;"> <u>CRESTED BUTTE</u> <u>THE LAST GREAT</u> <u>COLORADO SKI</u> <u>TOWN (Stylized)</u> </p> 	<p style="text-align: center;"> RN: CO 20161613249 AN: 20171722 </p>	<p style="text-align: center;">September 9, 2016</p>

[Schedule A: Intellectual Property]

TM Record	Mark/Name	App. No./Reg. No.	Registration Date
US State Q3 us 14	<u>U.S. EXTREME FREESKIING CHAMPIONSHIPS</u> (Stylized) <small>U.S. Extreme Freeskiing Championships</small>	RN: CO 20161618934 AN: 20171766	September 13, 2016
US State Q3 us 15	<u>WORTH GETTING TO</u> (Stylized) <small>Worth Getting To</small>	RN: CO 20161613227 AN: 20171721	September 9, 2016

TRADENAMES

CLP CRESTED BUTTE, LLC (CO Tradenames)		
Trade Name	Bus ID	Status
1. CBMR Properties	20091232998	Active
2. Crested Butte Resort	20091233040	Active
3. Crested Butte Mountain Resort	20091233068	Active
4. Crested Butte Ski Area	20091233113	Active
5. Crested Butte Ski Rental	20091233147	Active
6. Crested Butte Vacations	20091233168	Active
7. General Store - CBMR	20091233216	Active
8. Hall of Fame Bar & Grill	20091541111	Active
9. Ice Bar	20091234594	Active
10. Kids World - CBMR	20091234606	Active
11. Outpost CBMR	20091234671	Active
12. Paradise	20091234685	Active
13. Resort Communications	20091541191	Active
14. Rustica CBMR	20091234714	Active
15. Trackers - CBMR	20091234735	Active
16. Woodstone Grille	20091234755	Active
17. Camp CB	20131039400	Active
18. CB Conference Services	20131040137	Active
19. CBMR Lift Tickets	20131040290	Active
20. Grand Lodge Hotel	20131040046	Active

[Schedule A: Intellectual Property]

21. Grand Lodge Retail	20131039641	Active
22. Jefe's Restaurant	20131039480	Active
23. Lodge at Mountaineer Square	20131039774	Active
24. Logo'd at CB	20131039747	Active
25. Ten Peaks Restaurant	20131039444	Active
26. Thin Air Sports	20131040176	Active
27. Treasury Center Rentals	20131039727	Active
28. White Room	20131039370	Active
29. CB Mountain School	20131125996	Active
30. Uley's Cabin	20131199418	Active
31. Mountain Adventures	20131393144	Active
32. CBMR Wholesale Department	20131423873	Active
33. Crested Butte Wholesale	20131702577	Active
34. Crested Butte Travel	20141220321	Active
35. Coal Breakers - Crested Butte Mountain Resort	20171056715	Active
36. Elevation Retail	20131040268	Active
37. Atmosphere	20091541215	Active
38. Butte 66	20141498517	Active
39. Butte 66 BBQ Roadhouse	20141498528	Active

DOMAIN NAMES

Domain Names:

Cbgeneralstore.com
 Cbmrgeneralstore.com
 Crestedbuttecentres.com
 Crestedbuttecentralreservations.com
 Crestedbuttegeneralstore.com
 Crestedbuttemountaincompany.com
 Crestedbutteresort.com
 Grandlodgeatcrestedbutte.com
 Grandlodgecb.com
 Grandlodgecrestedbutte.com
 Lodgeatcrestedbutte.com
 Lodgeatmountaineersquare.com
 Mountaineerconferencecenter.com
 Mountaineersquare.com
 Ridecb.com
 Skicb.com
 Skicb.info
 Skicb.org
 Skicb.tv
 Skicb.us
 Staycb.com
 181fairwaydrive.com
 39anthracite.com
 cbfuture.com

[Schedule A: Intellectual Property]

cbliving.com
cbmastervision.com
bmountainclub.com
cbmremail.com
cbmrnews.com
cbmrprop.com
cbmrprops.com
coloradoup4more.com
crestedbuttemeetings.com
evolutionbikepark.com
hatetraffic.com
hikecb.com
livefrommtcb.com
lodgeatcb.com
mtcbtowncenter.com
mtcbtowncenter.org
prospectcb.com
safeslopes.com
skifreecb.com
skisnodgrass.com
snodgrassfacts.com
snodgrassmountain.com
starmountainranch.com
theelevationspa.com
theridgeatprospect.com
theriverhousecb.com
woodstonegrill.com
yellowranchhouse.com

[Schedule A: Intellectual Property]

ActiveUS 169702670v.5

RECORDED: 11/02/2018

TRADEMARK
REEL: 006510 FRAME: 0597