

02-16-2000

PRICE

1-31-00

Docket No. 18407.0001.0003



TRADE

101268084

OVER SHEET

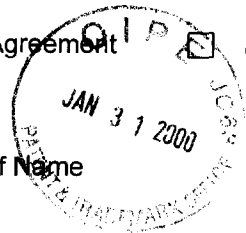
TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- Submission options: New, Resubmission, Correction of PTO Error, Corrective Document.

Conveyance Type

- Conveyance options: Assignment, License, Security Agreement, Nunc Pro Tunc Assignment, Merger, Change of Name, Other.



Conveying Party

Mark if additional names of conveying parties attached

Execution Date: Month 01, Day 04, Year 2000

Name CNL Group, Inc.

Formerly

- Entity type options: Individual, General Partnership, Limited Partnership, Corporation, Association.

Other

Citizenship/State of Incorporation/Organization Florida

Receiving Party

Mark if additional names of receiving parties attached

Name CNL Holdings, Inc.

DBA/AKA/TA

Composed of

Address (line 1) CNL Center at City Commons

Address (line 2) 450 South Orange Avenue

Address (line 3) Orlando, Florida, 32801-3336

- Entity type options: Individual, General Partnership, Limited Partnership, Corporation, Association.

Citizenship/State of Incorporation/Organization Florida

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached.

02/16/2000 DNGUYEN 00000086 75827921

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 125.00 OP

Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number

202-663-8000

Name Nancy S. Lapidus

Address (line 1) 2300 N Street, NW

Address (line 2) Washington, D.C. 20037-1128

Address (line 3) _____

Address (line 4) _____

Pages

Enter the total number of pages of the attached conveyance document including any attachments. # 4

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75827921

75827922

75827923

1478007

1964157

1770429

Number of Properties

Enter the total number of properties involved.

6

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 165.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

Authorization to charge additional fees:

Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Nancy S. Lapidus

Name of Person Signing

Nancy Lapidus
Signature

1/31/00

Date Signed

ASSIGNMENT


WHEREAS, CNL GROUP, INC., a Florida corporation, having an address of 400 E. South Street, Suite 500, Orlando, Florida 32801-2878 (hereinafter "Assignor") has adopted, used and is using the marks listed on Appendix A hereto and is the record owner of the United States Registrations of said marks identified on Appendix A.

WHEREAS, Assignor adopted the marks listed on Appendix B hereto and is the record owner of the United States Applications to register said marks identified on Appendix B.

WHEREAS, CNL Holdings, Inc., a Florida corporation having an address of CNL Center at City Commons, 450 South Orange Avenue, Orlando, Florida 32801-3336 (hereinafter "Assignee"), is desirous of acquiring all rights, title and interest in and to the marks listed in Appendices A and B hereto, the goodwill symbolized thereby, the business associated therewith, which business is ongoing, and the United States registrations and applications for registration thereof.

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby mutually acknowledged, Assignor hereby sells, assigns, transfers and conveys to Assignee all rights, title and interest in and to the marks listed in Appendices A and B hereto, the goodwill symbolized thereby, the business associated therewith, which business is ongoing, and the United States registrations and applications for registration thereof, effective January 3, 2000.

CNL GROUP, INC.

By: 

Name: Lynn E. Rose

Title: Secretary

STATE OF FLORIDA
COUNTY OF ORANGE

)
: SS:-
)

Subscribed and sworn to before me this 4th day of January, 2000.



Linda A Scarcelli
My Commission CC817879
Expires April 25, 2003

Linda A Scarcelli

Notary Public

SEAL

My commission expires: _____

APPENDIX A

<u>Registration No.</u>	<u>Mark</u>	<u>Issue Date</u>
1,478,007	CNL	February 23, 1988
1,964,157	CNL AMERICAN PROPERTIES FUND, INC.	March 26, 1996
1,770,429	INVEST IN A CORNER OF AMERICA	May 11, 1993

APPENDIX B

<u>Application No.</u>	<u>Mark</u>	<u>Filing Date</u>
75/827921	CNL	October 21, 1999
75/827922	CNL & Squares Within Squares Design	October 21, 1999
75/827923	Squares Within Squares Design	October 21, 1999

Document #: 872450 v.1