

08-18-2000



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CFR/FINANCE

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

7-13-00

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

Submission Type

Conveyance Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual General Partnership Limited Partnership 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. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

3/17/2000 DNGUYEN 00000190 500903 1219426

FC:481 40.00 CH
FC:482 50.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 002121 FRAME: 0629

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,219,426"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,190,991"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,184,130"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

#

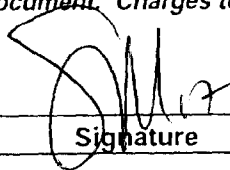
Authorization to charge additional fees: Yes No

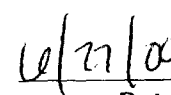
Statement and Signature

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.

SUSAN L. MIZER

Name of Person Signing


Signature


Date Signed

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:
"BSM MARINA, INC.", A FLORIDA CORPORATION,
"VOH ACQUISITION, INC.", A FLORIDA CORPORATION,
"WALDEN LAKE, INC.", A DELAWARE CORPORATION,
WITH AND INTO "SUN CITY CENTER CORP." UNDER THE NAME OF "SUN CITY CENTER CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF AUGUST, A.D. 1994, AT 9 O'CLOCK A.M.



Edward J. Freel

EDWARD J. FREEL

2141741 8100M

944245288

DATE: 7340819

12-15-94

TRADEMARK
REEL: 002121 FRAME: 0631

CERTIFICATE OF MERGER

OF

WALDEN LAKE, INC., VOH ACQUISITION, INC.

AND

BSM MARINA, INC.

INTO

SUN CITY CENTER CORP.

The undersigned corporations do hereby certify:

FIRST: The name and state of incorporation of each of the constituent corporations is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Sun City Center Corp.	Delaware
Walden Lake, Inc.	Delaware
VOH Acquisition, Inc.	Florida
BSM Marina, Inc.	Florida

SECOND: An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Subsection (C) of Section 252 of the General Corporation Law of Delaware.

THIRD: The name of the surviving corporation shall be Sun City Center Corp.

FOURTH: The Certificate of Incorporation of Sun City Center Corp. shall be the Certificate of Incorporation of the surviving corporation, except that the Certificate of Incorporation of Sun City Center Corp. shall be amended as follows:

ARTICLE 4 of the Certificate of Incorporation shall be amended by deleting the existing ARTICLE 4 thereof in its entirety and inserting the following therefor:

"ARTICLE 4. The total number of shares of stock which the Corporation shall have authority to issue is two hundred thousand (200,000) and the par value of each of such shares is one cent (\$0.01)."

FIFTH: The executed Agreement of Merger is on file at 2020 Club House Drive, Sun City Center, Florida 33571-5698, the principal place of business of the surviving corporation.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

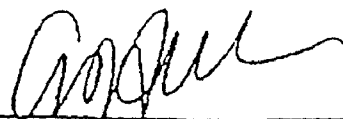
SEVENTH: The authorized capital stock of each constituent corporation, which is not a Delaware corporation, is as follows:

<u>Corporation</u>	<u>Authorized Capital Stock</u>
VOH Acquisition, Inc.	10,000 shares of \$0.10 par value common stock
BSM Marina, Inc.	100,000 shares of no par value common stock

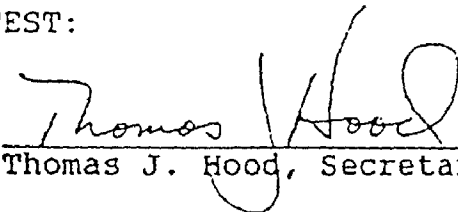
EIGHTH: This Certificate of Merger shall be effective on August 31, 1994.

SUN CITY CENTER CORP.

Dated: August 18, 1994

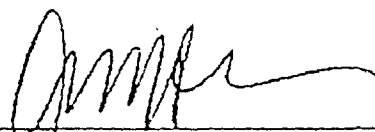
By: 
Alfred Hoffman, Jr., President

ATTEST:

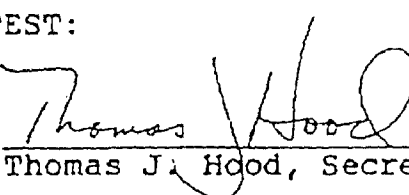
By: 
Thomas J. Hood, Secretary

WALDEN LAKE, INC.

Dated: August 18, 1994

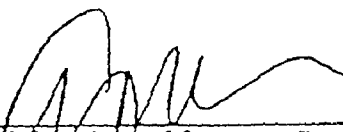
By: 
Alfred Hoffman, Jr., President

ATTEST:

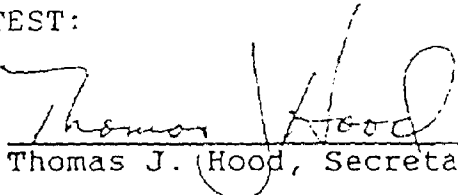
By: 
Thomas J. Hood, Secretary

VOH ACQUISITION, INC.

Dated: August 18, 1994

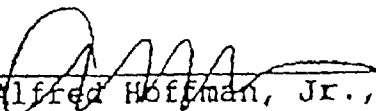
By: 
Alfred Hoffman, Jr., President

ATTEST:

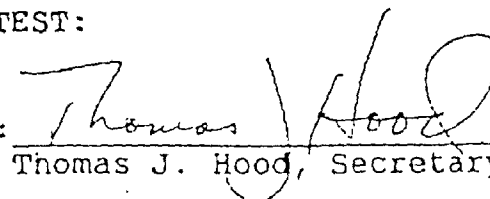
By: 
Thomas J. Hood, Secretary

BSM MARINA, INC.

Dated: August 18, 1994

By: 
Alfred Hoffman, Jr., President

ATTEST:

By: 
Thomas J. Hood, Secretary

STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

SS.

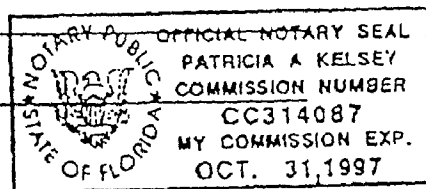
The foregoing instrument was acknowledged before me this 18th day of August, 1994, by Alfred Hoffman, Jr., as President of Sun City Center Corp. and attested to by Thomas J. Hood, as Secretary of Sun City Center Corp. They are personally known to me and they acknowledged that they executed the foregoing instrument in the name of and for said corporation.

Patricia A. Kelsey
NOTARY PUBLIC

Print Name: PATRICIA A. KELSEY

Commission No.:

Commission Expires:



STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

SS.

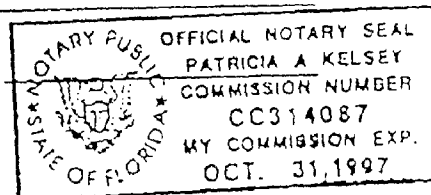
The foregoing instrument was acknowledged before me this 18th day of August, 1994, by Alfred Hoffman, Jr., as President of Walden Lake, Inc. and attested to by Thomas J. Hood, as Secretary of Walden Lake, Inc. They are personally known to me and they acknowledged that they executed the foregoing instrument in the name of and for said corporation.

Patricia A. Kelsey
NOTARY PUBLIC

Print Name: PATRICIA A. KELSEY

Commission No.:

Commission Expires:



STATE OF FLORIDA)
) SS.
COUNTY OF HILLSBOROUGH)

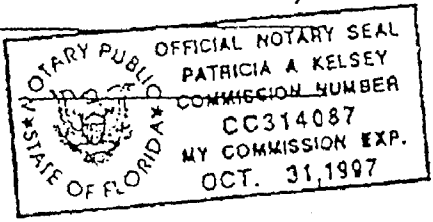
The foregoing instrument was acknowledged before me this 18th day of August, 1994, by Alfred Hoffman, Jr., as President of VOH Acquisition, Inc. and attested to by Thomas J. Hood, as Secretary of VOH Acquisition, Inc. They are personally known to me and they acknowledged that they executed the foregoing instrument in the name of and for said corporation.

Patricia A. Kelsey
NOTARY PUBLIC

Print Name: PATRICIA A. KELSEY

Commission No.: _____

Commission Expires _____



STATE OF FLORIDA)
) SS.
COUNTY OF HILLSBOROUGH)

The foregoing instrument was acknowledged before me this 18th day of August, 1994, by Alfred Hoffman, Jr., as President of BSM Marina, Inc. and attested to by Thomas J. Hood, as Secretary of BSM Marina, Inc. They are personally known to me and they acknowledged that they executed the foregoing instrument in the name of and for said corporation.

Patricia A. Kelsey
NOTARY PUBLIC

Print Name: PATRICIA A. KELSEY

Commission No.: _____

Commission Expires _____

