



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) TRADEMARK RECORDATION FORM

COMMERCE demark Office

102037606

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Encinitas Resort Corporation

3-13-02

- Individual(s)
General Partnership
Corporation-State
Other
Association
Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
Security Agreement
Other
Merger
Change of Name

Execution Date: 11/15/01

2. Name and address of receiving party(ies)

Name: La Costa Hotel and Spa Corporation

Internal Address:

Street Address: 2100 Costa del Mar Road

City: Carlsbad State: CA Zip: 92009

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State: California
Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 75/938559; 75/938223

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Peter F. Weinberg

Internal Address:

Street Address: Gibson, Dunn & Crutcher LLP

1801 California Street, Suite 4100

City: Denver State: CO Zip: 80202

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed
Authorized to be charged to deposit account

8. Deposit account number:

50-0792

DO NOT USE THIS SPACE

9. 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

Peter F. Weinberg
Name of Person Signing

Signature

2-28-02
Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

Certificate of Mailing (37 C.F.R. 1.8)

I hereby certify that this document and any attachments thereto are being deposited in the United States Postal Service with sufficient postage as first class mail in an envelope addressed to: Commissioner for Patents and Trademarks, Washington, DC 20231.

Dated: 3-4-02 By: Jean A. Burns Signature: Jean A. Burns

TRADEMARK REEL: 002472 FRAME: 0484

Handwritten notes and stamps: 03/E9/2002 BYRME 00000183 75938559, 01 FC:481 40.00 DP, 02 FC:482 25.00 DP

Trademark Assignment

In exchange for good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned, Encinitas Resort Corporation (the "Assignor"), a California corporation doing business at 2100 Costa del Mar Road, Carlsbad, CA 92009, hereby assigns irrevocably and in perpetuity to La Costa Hotel and Spa Corporation (the "Assignee"), a California corporation doing business at 2100 Costa del Mar Road, Carlsbad, CA 92009, any and all right, title and interest Assignor has in and to the trade mark, trade name, and all other intellectual property rights associated with the trademarks "ENCINITAS BEACH CLUB" and "ENCINITAS BEACH RESORT," including the U.S. Patent and Trademark Office federal applications for registration of the foregoing (respectively, Application Serial Number 75/938559 and 75/938223), any and all common law rights in the foregoing, and all goodwill associated therewith (the "Marks"). Assignor and Assignee understand and agree that the Marks are being transferred in connection with the ongoing and existing business with which the marks are associated. By executing this assignment, Assignor hereby waives and releases any claims against the Assignee, its affiliates, officers, directors, agents, employees, and attorneys with respect to Assignee's ownership and use of the Marks subsequent to the effective date of this Assignment.

At any time and from time to time from and after the execution of this Assignment, Assignor will, at the request of Assignee, execute, acknowledge and deliver, or cause to be executed, acknowledged and delivered, such instruments and other documents and perform or cause to be performed such acts and provide such information, as may reasonably be required, to evidence or effectuate the purpose of this Assignment by Assignor to Assignee of any and all right, title and interest in and to the Marks, which Assignor may have.

IN WITNESS WHEREOF, the undersigned hereby agrees to the foregoing this 15th day of NOVEMBER, 2001.

Assignor

By: [Signature]

Print Name: TAKEESHI KIMOSHITA

Title: Vice President

ATLANTA#4364173.2