

FORM PTO-1594 (Modified)
(Rev. 8-93)
OMB No. 0651-0011 (exp. 4/94)
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RECORDATION FORM COVER SHEET

Docket No.:

TRADEMARKS ONLY

Tab settings

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

St. Rose Heights Development Ltd.

- Individual(s)
- General Partnership
- Corporation-State Canadian corporation
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: March 22, 2004

2. Name and address of receiving party(ies):

Name: Frank Salacuse

Internal Address:

Street Address: 20533 Biscayne Boulevard

City: Aventura State: FL ZIP: 33180

- Individual(s) citizenship United States of America
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

75/405,552

Additional numbers

B. Trademark Registration No.(s)

<u>2,398,177</u>	<u>2,461,911</u>
<u>2,234,563</u>	<u>2,398,178</u>
<u>2,398,179</u>	<u>2,166,272</u>

Yes No

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

Name: Greenberg Traurig, LLP

Internal Address: Barry G. Magidoff, Esq.

Street Address: 885 Third Avenue

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved:.....

7

7. Total fee (37 CFR 3.41):.....\$ \$190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-1561 Greenberg Taurig, LLP

DO NOT USE THIS SPACE

9. 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.

Barry G. Magidoff

Name of Person Signing

700075207

Signature

3/30/04

Date

TRADEMARK

CH \$190.00 501561 75405552

ASSIGNMENT OF MARKS

THIS ASSIGNMENT made as of the 29 day of March 2004 by and between ST. ROSE HEIGHTS DEVELOPMENT LTD., a Canadian corporation ("ASSIGNOR") and FRANK SALACUSE a Florida resident at 20533 Biscayne Boulevard, Aventura, Florida 33180, ("ASSIGNEE").

WITNESSETH:

WHEREAS, ASSIGNOR is the sole and exclusive owner of rights in and to the marks **SOUTH BEACH** (the "Marks"), including, but not limited to, the registrations and applications for registration for the Marks identified more fully in the attached Schedule A, and further is the sole and exclusive owner of all business goodwill related thereto;

WHEREAS, ASSIGNEE desires to acquire all rights, title and interest in and to the Marks and all business goodwill related therewith, with respect to all of the goods listed in the registrations and applications (hereinafter the "Goods"), and the right to the exclusive use of the marks for all such Goods; and

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

1. Be it known that in consideration of the payment by ASSIGNEE to ASSIGNOR of the sum of TEN DOLLARS (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby sells, assigns and transfers unto ASSIGNEE the full and exclusive entire right, title and interest in, to and under the Marks, for all the Goods and the business goodwill associated therewith, including, without limitation, all renewals thereof, all proceeds therefrom (including, but not limited to, all license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, and the good will of the business associated with and symbolized by the Marks and the registrations and applications identified in Schedule A, hereto.

IN WITNESS WHEREOF, this ASSIGNMENT has been duly authorized, executed and is effective as of the day and year first above written.

ST. ROSE HEIGHTS DEVELOPMENT LTD

By: 

Name: Frank Markus, President

SOUTH BEACH

COUNTRY	APPLICATION NO.	REGISTRATION NO.	STATUS
US	75/405,552		PENDING
US	75/034,532	2,398,177	REGISTERED
US	75/034,765	2,234,563	REGISTERED
US	75/034,535	2,398,179	REGISTERED
US	75/034,742	2,461,911	REGISTERED
US	75/034,534	2,398,178	REGISTERED
US	75/082,024	2,166,272	REGISTERED