

FORM PYO-1584 (Modified)  
(Rev. 6-93)  
OMB No. 0651-0011 (exp. 4/04)  
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TM05/REV03

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)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Canadian corporation
- Other \_\_\_\_\_

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

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other Corrective Assignment To Remove

Application Serial No. 75/405,552

Execution Date: from Assignment Records.

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,398,177	2,461,911
2,234,563	2,398,178
2,398,179	2,166,272

Additional numbers  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:.....

1

7. Total fee (37 CFR 3.41):.....\$ 540.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-1561 Greenberg Traurig, 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

Signature

July 30, 2004  
Date

TRADE MARK

CH \$165.00 501561 2398177

03/30/2004  
 700075207  
 RECORDATION FORM COVER SHEET  
**TRADEMARKS ONLY**

Docket No.:  
 \_\_\_\_\_

FORM PTO-1584 (Modified)  
 (Rev. 8-99)  
 OMB No. 0651-0011 (exp. 4/04)  
 Copyright 1994-97 LegalStar  
 TRADE/REV01

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)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State      Canadian corporation  
 Other \_\_\_\_\_

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

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

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: March 22, 2004

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

A. Trademark Application No.(s)  
75/405,552

Additional numbers                       Yes  No

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>

Additional numbers                       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 Traurig, 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                      Barry G. Magidoff                      3/30/04  
 Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and 3

FORM PTO-1594 (Modified) (Rev. 5-83) OMB No. 0651-0011 (exp. 4/94) Copyright 1994-97 LegalStar TMO5/REV03

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) Association
General Partnership Limited Partnership
[X] Corporation-State Canadian corporation
Other
Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):
Name: Frank Salacuse
Internal Address:
Street Address: 20533 Biscayne Boulevard
City: Aventura State: FL ZIP: 33180
[X] 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 No
(Designations must be a separate document from Additional name(s) & address(es) Yes No

3. Nature of conveyance:
[X] Assignment Merger
Security Agreement Change of Name
Other
Execution Date: March 22, 2004

4. Application number(s) or registration numbers(s):
A. Trademark Application No.(s) 75/405,552
Additional numbers

B. Trademark Registration No.(s)
2,398,177 2,461,911
2,234,563 2,398,178
2,398,179 2,166,272
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
[X] 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 Signature Date 3/30/04

Total number of pages including cover sheet, attachments, and

TRADE MARK

**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

(#725210)

**TRADEMARK**  
**REEL: 002922 FRAME: 0195**

**SOUTH BEACH**

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