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04-13-2004

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Robert A. Michaels and Bernard Freibaum

- 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 Nunc Pro Tunc Assignment Effective 06/30/98
- Merger
- Change of Name

Execution Date: 04/02/2004

2. Name and address of receiving party(ies)

Name: General Growth Management, Inc.

Internal

Address: _____

Street Address: 110 North Wacker Drive

City: Chicago State: IL Zip: 60606

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2090504; 2096507

Additional number(s) attached Yes No

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

Name: Nicole M. Walker

Internal Address: Neal, Gerber & Eisenberg LLP

Street Address: Two North LaSalle Street

City: Chicago State: IL Zip: 60602-3801

6. Total number of applications and registrations involved: _____

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

502261

DO NOT USE THIS SPACE

9. Signature.

Nicole M. Walker

Name of Person Signing

Signature

04/06/04

Date

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

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

04/12/2004 6TON11 00000104 502261 2090504

01 FC:8521 40.00 DA
02 FC:8522 25.00 DA

TRADEMARK
REEL: 002946 FRAME: 0586

OFFICE OF PUBLIC RECORDS
2004 APR -7 AM 8:58
FINANCE SECTION

TRADEMARK ASSIGNMENT

WHEREAS, Robert A. Michaels and Bernard Freibaum, Trustees of the Indenture of Trust dated July 31, 1979 ("Assignors"), are the owners of the following trademarks ("Marks"), which are registered in the United States Patent and Trademark Office:

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
PARK CITY & Design	2,090,504	August 26, 1997
PARK CITY	2,096,507	September 16, 1997

WHEREAS, Assignors are desirous of assigning all right, title and interest in and to the Marks and the corresponding registrations to General Growth Management, Inc., a Delaware corporation, located and doing business at 110 North Wacker Drive, Chicago, Illinois 60606 ("Assignee").

WHEREAS, Assignee, is desirous of acquiring all right, title and interest in and to the Marks and the corresponding registrations together with the goodwill of the business associated therewith.

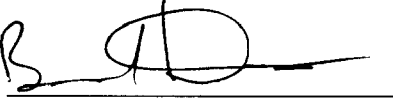
NOW, THEREFORE, Assignors, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, hereby sells, assigns and transfers to Assignee, Nunc Pro Tunc, effective as of June 30, 1998, all right, title and interest in and to the Marks and the corresponding registrations, together with the goodwill of the business associated therewith.

Robert A. Michaels,
Trustee of the Indenture of Trust
dated July 31, 1979

Bernard Freibaum,
Trustee of the Indenture of Trust
dated July 31, 1979

By: 

Name: Robert A. Michaels, Trustee

By: 

Name: Bernard Freibaum, Trustee

LAW OFFICES
NEAL, GERBER & EISENBERG LLP

TWO NORTH LA SALLE STREET
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PARALEGAL
(312) 269-5299

FAX: (312) 578-2811
NWALKER@NGELAW.COM

April 7, 2004

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Re: Nunc Pro Tunc Assignment in the name of General Growth Management, Inc.

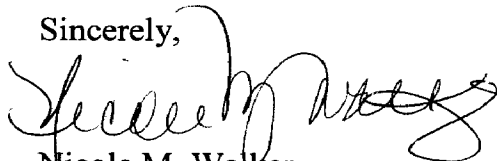
Dear Sir or Madam:

Enclosed is a completed cover sheet, submitted in duplicate (for deposit account purposes), and the relevant document to be recorded in the United States Patent and Trademark Office with respect to the above matter. Also enclosed is a pre-paid postcard to be stamped with the date received by your office and returned to us.

As indicated on the cover sheet, please charge the Neal, Gerber & Eisenberg deposit account #502261 the requisite filing fee of \$65.00. Please use our Ref. No. 011813-0701.

Please feel free to contact me with any questions relating to this matter.

Sincerely,



Nicole M. Walker

Enclosures

cc: Lee J. Eulgen, Esq.