

4/6/04

04-16-2004



102723009

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RECORDED

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) [ ] Association
[ ] General Partnership [ ] Limited Partnership
[ ] Corporation-State
[ ] Other
Additional name(s) of conveying party(ies) attached? [ ] Yes [x] No

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

3. Nature of conveyance:
[ ] Assignment [ ] Merger
[ ] Security Agreement [ ] Change of Name
[x] Other Nunc Pro Tunc Assignment Effective 06/30/98
Execution Date: 04/02/2004

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 [x] 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: 2
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
Date: 04/06/04
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

**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

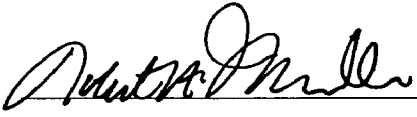
WHEREAS, Assignors are desirous of assigning all right, title and interest in and to the Marks and the corresponding registrations to General Growth Management, Inc., a Delaware corporation, located and doing business at 110 North Wacker Drive, Chicago, Illinois 60606 ("Assignee").


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