TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Quit Claim Bill of Sale
EFFECTIVE DATE:	02/24/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
First Gardens, L.C.		102/24/2004	Limited Liability Company: FLORIDA

RECEIVING PARTY DATA

Name:	The Trust for Public Land	
Street Address:	306 North Monroe Street	
City:	Tallahassee	
State/Country:	FLORIDA	
Postal Code:	32301-7622	
Entity Type:	CORPORATION: CALIFORNIA	

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	1834085	WINGS OF WONDER
Registration Number:	1350011	ISLAND IN THE SKY
Registration Number:	1354677	FLORIDA CYPRESS GARDENS

CORRESPONDENCE DATA

Fax Number: (404)685-6929

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 404-815-3628

Email: mbedsole@sgrlaw.com

Correspondent Name: J. Rodgers Lunsford III

Address Line 1: 1230 Peachtree Street, N.E.

Address Line 2: Suite 3100, Promenade II

Address Line 4: Atlanta, GEORGIA 30309-3592

NAME OF SUBMITTER:

J. Rodgers Lunsford III

TRADEMARK

REEL: 003046 FRAME: 0769

DP \$90.00 183408

Signature:	/J. Rodgers Lunsford III/
Date:	03/15/2005
Total Attachments: 9 source=Bill of Sale from First Gardens#page1.tif source=Bill of Sale from First Gardens#page2.tif source=Bill of Sale from First Gardens#page3.tif source=Bill of Sale from First Gardens#page4.tif source=Bill of Sale from First Gardens#page5.tif source=Bill of Sale from First Gardens#page6.tif source=Bill of Sale from First Gardens#page7.tif source=Bill of Sale from First Gardens#page8.tif	

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Quit Claim Bill of Sale Tangible and Intangible Personal Property

This Quit Claim Bill of Sale of Tangible and Intangible Personal Property ("Quit Claim") is made on February 2004, between First Gardens, L.C., a Florida limited liability company ("Seller") and The Trust for Public Land, a nonprofit California corporation ("Buyer").

WITNESSETH, that Seller, in consideration of the sum of One Hundred Thousand and 00/100 Dollars (\$100,000.00) and other good and valuable consideration paid to Seller on behalf of Buyer, the receipt and sufficiency of which is hereby acknowledged, delivers, grants, bargains, sell, transfers and quit claims forever to Buyer, all of Sellers rights, title and interest, if any, in and to the following tangible and intengible property, goods and chattels ("Property"), to wit:

See Exhibit "A" attached hereto and made a part hereof by this reference.

The Property is either to be delivered to Buyer personally simultaneously with the execution hereof or is located in Polk County, Florida at the location known as Cypress Gardens, more particularly described on Exhibit B attached hereto and made a part hereof, and is the subject of a certain Option Agreement For Purchase and Sale of Property between Seller and Buyer.

Buyer hereby agrees to assume all rights and obligations of the Seller, if any, relating to the Property arising on or after the date hereof, excluding however any obligation or liability for the payment of money to any other person for any reason if such obligation or liability arose before the date hereof, however, this statement in no way validates any obligation or liability and in now way obligates Selier to meet such obligation, take care of any such liability, or pay such money. BUYER AND ITS SUCCESSORS OR ASSIGNS ACKNOWLEDGE AND AGREE THAT SELLER MAKES NO WARRANTY OF ANY KIND, EXPRESS OR IMPLIED REGARDING THE PROPERTY OR ANY INTERESTS RELATED THERETO, INCLUDING WITHOUT LIMITATION WHETHER SELLER HAS THE RIGHT TO SELL THE PROPERTY, WHETHER THE PROPERTY OR ANY RIGHT, REGISTRATION, LICENSE, OR THE LIKE RELATED THERETO IS IN GOOD STANDING, WHETHER THE PROPERTY OR ANY RIGHT, REGISTRATION, LICENSE, OR THE LIKE RELATED THERETO IS IN BREACH, OR WHETHER SELLER OWNS THE PROPERTY, AND THAT ALL EXPRESS OR IMPLIED WARRANTIES, INCLUDING THOSE RELATED TO MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR OF QUALITY, DESIGN, CONDITION, CAPACITY, SUITABILITY, REPAIR, INTERFERENCE, INFRINGEMENT, OR DURABILITY RELATING IN ANY WAY TO THE PROPERTY ARE HEREBY DISCLAIMED BY SELLER AND EXPRESSLY WAIVED BY BUYER. THE INTENT OF THIS QUITCLAIM IS SIMPLY TO TRANSFER ANY INTEREST SELLER MAY HAVE IN THE PROPERTY, AND BUYER HEREBY ACKNOWLEDGES THAT SELLER MAY HAVE NO INTEREST IN THE PROPERTY.

Seller and Buyer shall be used for singular or plural, natural or artificial, which terms shall include the heirs, representative, successors and assigns of Seller and Buyer whenever the context so requires.

[Signature and notary blocks on following page.]

Page 1 of 2 Quit Claim Bill of Sale

TRADEMARK
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Signed, sealed and delivered in the presence of:	SELLER: FIRST GARDENS, L.C. a Florida limited liability company
Witness Witness	By: William C. Reynolds, Member
State of Florida County of Polk	
The foregoing instrument was acknowled Reynolds as Member of First Gardens, Liability company. He is personally knowledge identification.	ged before me this day of February, 2004, by William R C., a Florida limited liability company on behalf of said limited what one or produced as
ALISON D. CLARK MY COMMISSION # DD 060559 EXPIRES: September 26, 2005 Bondad Thru Notary Public Underwillers	Notary Public SEAL)
Witness Witness	BUYER: THE TRUST FOR PUBLIC LAND, a nonprofit California corporation By: W. Dale Allen Its Senior Vice President
State of Florida County of Polk	
The foregoing instrument was acknowledge Allen, as Senior Vice President of The Tru of said corporation. He is personally knowledge the company of the corporation of	ged before me this ZOday of February, 2004, by W. Dale st for Public Land, a nonprofit California corporation on behalf wn to me or producedas
Carol Penrose Commission # DD281830 Expires January 30, 2008 Sended they ren - Processor, this, 100-356-7019	Notary Public (NOTARY PUBLIC SEAL)

Page 2 of 2 Quit Claim Bill of Sale

EXHIBIT (A) INVENTORY OF PERSONAL PROPERTY, EQUIPMENT, MACHINERY, HISTORIC

ITEMS AND MATERIALS

- 1. All photo equipment in Admin II.
- 2. All photos and film, negatives, historical scrapbooks, etc. stored in Admin II. Film 35mm, 8mm, 16mm
 Photos, slides
 Negatives
- 3. All historical elements stored on property (example: cameras, old skis, photos)
- 4. Eighteen (18) sconters/carts combination electric/gas (as is)
- 5. Assumption of that certain lease dated May 1, 2002 by and between BSFS Equipment Leasing and Florida Cypress Gardens, Inc. and First Gardens, L.C. as to the existing phone system.
- 6. Eight (8) electric wheelchair-type scooters.
- 7. Seventeen (17) handheld radios in Guest Services room.
- 8. Four (4) pick-up trucks (as is).
- 9. Buyer to notify Seller by end of October 2003 if Buyer does not want any of the foregoing to be conveyed.

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DESCRIPTION

EXERCISE EQUIPMENT GYM SECURITY LIGHTING ELECTRIC BOAT EQUIPMENT ELECTRICAL. EQUIPMENT ECITIFINENT FOULPMENT LANDINGS REST POWERED LIFT THUCK FURNITURE & FUTTURES FURNITURE & FIXTURES CATERING EQUIPMENT WALK IN FREEZER RELOCATE WALK-W FREEZER LANDINGS REST EQUIPMENT FRESH BAKED FIX. & EQUIP. LAKEVIEW TERRACE FIXTURES. LANDINGS FIEST FIX & EQUIP

HEATERS
OFFICE F & E
OFFICE F & E
OFFICE F & E
HAND MELD RADIOS
FUEL TANK RELOCATION
PROPANE TANKS

DESCRIPTION

A/C COMPUTER ROOM TRANSFORMER RELOCATION SECURITY START-UP

ANNUAL BOOTH BRIDGE RENOVATIONS TRANSORMER SOUTH PARK

A'C GIRLS LOCKER ROOM
RESTAURANT F & E
COUNTY FARE EQUIPMENT
COUNTY FARE EQUIPMENT
COUNTY FARE TABLES & CHAIRS

FÖOD SERVICE TABLES (20)
FOOD SERVICE KITCHEN EQUIP
SUPER CONES FIXTURES
CENTRAL KITCHEN EQUIPMENT-

PORTOABLE SALADISTEAM TABLE
CATERING EQUIPMENT
SKI SHOW EQUIPMENT
MISC. - UNDEFINED
EQUIPMENT
FURNITURE & FIXTURES
NORTH STADIUM SPEAKERS
IMPROVEMENTS TO ICE PALACE
ICE MAKERS FOOD SERV (2)
4" WELL-PLANT NURSERY
ENGRAVING MACHINE MERCH
FOSTAGE MACHINE MERCH

OMRON CASH REGISTERS (9) MERCH FOOD CUTTER W/SAFETY VILL FARE

FIRE HYDRANTSO END
CASH REGISTERS (2) FOOD BERV
PAY LUCKERS OPERATIONS
FRY SAVER FILTER FOOD SERV
FIRE HYDRANT SO CHOSSROADS

DESCRIPTION

SAPETY CABINETS FOOD SERV
MALKWAY PET FACILITY
AIRPLANE
CAROUSEL "A"
PONY CARTS
STACK PICKER
CASH REGISTERS
STOCKHOOM FIXTURES
THEATRE SOUND
SOUND SYSTEM
PERSONNEL FURNITURE
MISC EQUIP

WASTE WATER DISCHARGE BLEACHERS AIR DANGIN EQUIP ICE CREAN DIPPING CABINGTS NAUTILUS ADD ABD MACHINE NAUTILUS DBL SHLDR MACHINE

LIGHTS KORT SEED ROOM MENU SIGNLAKEVIÉW MENU BIGN SUPERCOME PLANTERS EXPOSED AGGREGATE CHEMICAL SPRAYER HART CONFINED SPACE MONITORING EQ Storage Cabinets Addissions GAS TANK CONTAINMENT OYPRESS THEATHE SEATING EQUIP IRRIGATION IMPROVEMENTS CHILD RIDE AREA EXPANSION EO WELL 12" IRRIGATION NORTH END SOUND SYSTEM VILLAGE FARE PLANTERS VILLAGE FARE WHITE HOBART FOOD MIXER A200 VILLAGE METER 4. P E. VIELEUS ITALIAN FOUNTAIN FESERYOIR

TABLE TRUCKS & COVERS FOOD SIGN MACHINE RELOCATE FUEL TANK GAS TANK HOUSING

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DESCRIPTION

GROUND FAUÉT BREAKERS 1700 FT SCH 40 PVC CONDUIT EZ GO GOLF CARTS WAUTO CHARGE SIGN 540 & REGISTER AD

Shelving fudge shop Single DR SS Refrigerator

CYPRESS GARDENS PHOTO DISPLAY

Lighting Board Console Speakers 12* Atereo amplifier et 1250

Chatsworth vga rack sys Cables & Wiring Oticket scan

GBC 16665 PAPER SHREDDER SING

TERY CHARGER
ERGY MGMT SYS
RELAY BOARD MGMT SYS
WHIRLPOOL 1200 BTU A/C UNIT S/
HOLIDAY GARDEN OF LIGHTS

DNSO EQUALIZER ENTERTAINMENT
MA24X6 AMPLIFIER
TOPIARY FIGURES
BRICK PLANTERBOX
CASSETTE DECIVAMPS/5PEAKERS
COIN SORTING EQUIPMENT

CROSSHOADS GAZEBO SOUND SYSTEM

DESCRIPTION

SECURITY SYSTEM
GARDEN OF LIGHTS EXPANSION
BIRD OF PREY MUSES
FAX MACHINE

STEAM STERILIZING EQUIP SPRING LIGHT FESTIVAL FAOUNTAIN-BOTH ANNIVERSARY TRACK SPOT-MOSCOW ON ICE ELECTRIC BOAT CHARBING SYS

SERVICE FOR DIRCLE PARKING ANNUAL PASS PROJECT X-ROAD REST POS 8YS ADMIN OFFICE FURNITURE TOPIANY FOR SPRING FEST CASH REGISTER POSTAGE BOALE PROPS-POINSETTA XMAS FEST

MISC EQUIPMENT AUDIO EQUIPMENT FOR SOUND BUTTERFLY & INSECT COLLECTION 4 BUTTERFLY SCULPTURES

BUTTERFLY SIGN CARDINAL BIROS TOPLARY

TELEPHONE/ELECTRICAL BOXES
ADOL DOST LIGHTING
BOO' FLOATING TIPE
ADOL COST FLOATING TIPE
INSTALL LIGHTING PROTECTION
ELECTRICAL SWITCHGEAR
TOP SIDE COOKERS
WALK BEHIND MOWER

ELECTRIC UPGRADE NORTH PROP ELECTRIC UPGRADE NORTH PROP E BOAT HSE CHANGE SYSTEM

DESCRIPTION

BIG BAYO CHANGER WASTE WATER DISCHARDE LIGHT FRAME BIRD AVIARY TOPARY 1997

PÉORAÉ CLOCK COMPACT DISK RECORDER PRIMARY POWER PLANT X ROAD MEAT SLIDER

WALLABY ANIMAL AREA BAND SHELL CONDUIT INSTALLATION DICTATION EQUIPMENT

Base System Laberjet Printer Base System Misc Fixtures in Butterfly Lineo Draperjes vip Room

CABLES & WINING
LIGHTING PROTECTION
PRINTING PRESS
GOL STORAGE DRAWER
XMAS TREE PROJECT
BAND SHELL
LIGHTED ENTRANCE SIGN
PICNIC PAVILLION SEATING
BIG BAND LIGHTING
PAID PARKING PROJECT
PAID PARKING PROJECT

PHOTO MEMORIES

CROSSROAD REGISTER SYSTEM
ANNUAL PASS COMPUTER UPGRADE
LEGENDS OF BANTA
COPIER BUY OUT
SUPPLIES (MISC.)

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DESCRIPTION

POINSETTA TRAIN DISPLAY
DARDEN PAVILLION
TICKET BOOTH
CASH REGISTERS
PARKING LOT LIGHTS
BAND CHAIRS...
ISLAND DOOKS
MOWER ROTARY
STORAGE TRAILER
BREEZE DOCK
COMPRESSOR
BOUND SYSTEM

ISLAND IN THE SKY IMPR GOL EXPANSION GAS HANGE COOLER DOOR DOCK IMPROVEMENTS CREDIT CARD MACHINE SHOW EQUIPMENT TANK REPLACEMENT SPOTLIGHT GATOR PEN UNG CASINET UNG CASINET

COMP SERVER COPIERFAX COMPUTERS VILLAGE FARE IMPROVEMENTS FILTER UNIT ENERGY MANAGEMENT CONCERT ARENA REHAB FOOD SERVICE CASH REGISTER WATER WARS BLASTER DISABLED SCOOTERS . TICKETS.COM HARDWARE ICE SHOW COSTUME STROLLERS ICE PALACE TECHNOLOGY PRINTING PAESS COMPUTER PROCESSOR FOR DIMMER PA

DESCRIPTION

MONITOR AND PRINTER REPLACEMENT

X-ROAD PATIO TABLES
VILLAGE FARE DABH REGISTER
MANUAL WHEELCHAIRS
RV DRESSING ROCK
MILLAGE FARE CURTAINS
WASTEWATER UV TREATMENT

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The term Personal Property shall also include all trademarks, patents and service marks of the Cypress Gardens attraction and park owned by Seller or its affiliated entity, Florida Cypress Gardens, Inc., including but not limited to the logo and stylized words Cypress Gardens shown on Exhibit A attached hereto and made a part hereof (which are referred to collectively hereafter as the "Service Marks").

All of Seller's, or Seller's affiliate Florida Cypress Gardens, Inc.'s rights, title and interest in any leases, licenses or contracts for use or occupancy of the radio/cell phone/electronic communication towers on the Property

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TRADEMARK
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Trademarks, trade names, logos, registered names, registered marks, and all other intellectual rights and privileges related to Cypress Gardens

(No representations or warranties are made that any of the following are in good standing, enforceable, or owned by the Assignor)

- 1) Marks registered in the United States Patent Office:
 - a. Registration No. 1834085, dated May 3, 1994;
 - b. Registration No. 1350011, dated July 16, 1985; and
 - c. Registration No. 1354677, dated August 13, 1995.
- 2) Copyright interest in the following literary works and visual arts:
 - a. Aquacade, summer '88: Lost tour guide, Registration No. TX-2-612-852;
 - b. Southern ice, Registration No. TX-2-612-854;
 - c. Moonstruck, Registration No. TX-2-616-215;
 - d. Golden years ski show, Registration No. TX-2-616-959;
 - e. Classical ice, Registration No. TX-2-616-961;
 - f. Swamp critter creature feature, Registration No. TX-2-616-962;
 - g. Aquacade, '85 script, Registration No. TX-2-616-963;
 - h. Aquacade, March 1987, Registration No. TX-2-616-965;
 - i. Ski fever, Registration No. TX-2-875-123;
 - j. The Greatest American ski show: January 1998, Registration No. TX-2-875-125;
 - k. Starlite spectacular, Registration No. TXu-454-115;
 - 1. Colorburst, Registration No. VA-460-842;
 - m. Elegance in bloom, Registration No. VA-460-844;
 - n. Tomorrow's hope, Registration No. VA-460-845;
 - Blossoms & belles, Registration No. VA-460-846;
 - p. Into the wind, Registration No. VA-460-847;
 - q. Wings of Wonder Butterfly Conservatory, Registration No. VA-668-647; and
 - r. Cypress Gardens Guidebook, Registration No. TX-3-260-574.
- Any right, title, and interest in and to all United States and foreign trademarks, service marks and trade names in the name "Cypress Gardens" or in any name in which the words "Cypress" and "Gardens" appear, regardless of order, and are separated by two or fewer other words.
- 4) State of Florida Registration Florida Cypress Gardens and Design Element, Registration No. 910442 Originally filed April 11, 1969 and renewed on March 1, 1999.

Marketing materials of Cypress Gardens, related names, entities, or any other identity associated in any way with the operations, products, location, history, or tradition(s) of Cypress Gardens, adjoining lake, and the aquatic operations thereon

- 1) Palate of 2003 rack brochures;
- 2) Collateral marketing pieces from 2002; and
- 3) Collateral marketing pieces from 2001.

Together with all goodwill appertaining to the above listed trademarks, and service marks, if any.

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RECORDED: 03/15/2005