



08-25-2000



07-12-2000

U.S. Patent & TMO/c/TM Mail Rpt Dt. #39

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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- Correction of PTO Error
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Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

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Name

DBA/AKA/TA

Composed of

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- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

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08/24/2000 MTHB11 00000009 122315 2223507

01 FC:481 40.00 CH

02 FC:482 The burden reporting this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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TRADEMARK
REEL: 002124 FRAME: 0958

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Susan M. Mulholland

Address (line 1)

Lucash, Gesmer & Updegrove, LLP

Address (line 2)

40 Broad Street

Address (line 3)

Boston, MA 02109-4310

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2,223,507"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="2,301,182"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

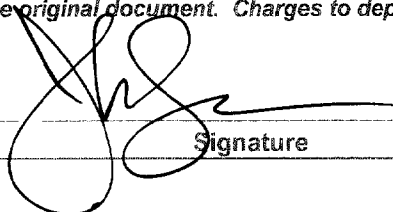
No

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. Charges to deposit account are authorized, as indicated herein.

John Springer-Miller

Name of Person Signing



Signature

7/11/00

Date Signed

ASSIGNMENT OF TRADEMARKS

WHEREAS, TM Acquisition Corp., a Delaware corporation having offices at 3838 E. Van Buren, Phoenix, Arizona 85008 (TM Acquisition), is the owner of the following trademarks now registered:

<u>Trademark</u>	<u>Country</u>	<u>Registration No.</u>	<u>Registration Date</u>
RCC	U.S.	2,223,507	02/16/1999
RESORT COMPUTER CORPORATION	U.S.	2,301,182	12/21/1999

WHEREAS, Resort Computer Corporation, a Colorado corporation having offices at 12596 West Bayaud Avenue, Lakewood, Colorado 80228 (RCC), is the exclusive licensee of the following trademarks now registered:

<u>Trademark</u>	<u>Country</u>	<u>Registration No.</u>	<u>Registration Date</u>
RCC	U.S.	2,223,507	02/16/1999
RESORT COMPUTER CORPORATION	U.S.	2,301,182	12/21/1999

WHEREAS, Springer-Miller Systems, Inc., a Vermont corporation having offices at 782 Mountain Road, Stowe, VT 05672 ("Springer-Miller"), is desirous of acquiring said trademarks and the Registrations therefore,

NOW, THEREFORE, in receipt of good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, TM Acquisition and RCC hereby assign to Springer-Miller all right, title, and interest in the said trademarks worldwide, together with the goodwill of the businesses symbolized by said trademarks and registrations thereof.

This Assignment is effective, pursuant to an Amended and Restated Asset Purchase Agreement between the parties, as of this 10 day of July, 2000.

TM ACQUISITION CORP.

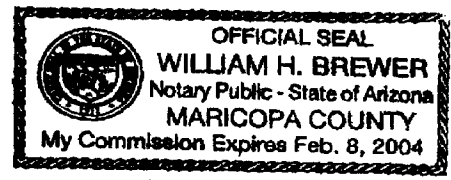
Walter A. Cheek
Name: WALTER A. CHEEK
Title: VICE PRESIDENT
Dated: 7/10/00

ACKNOWLEDGEMENT

State of Arizona
County of Maricopa ss:

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Walter A. Cheek, the President/Vice-President/Treasurer/Clerk of TM Acquisition Corp., who is known to me as the President/Vice-President/Treasurer/Clerk of said corporation, signed to the foregoing instrument and acknowledged before me on this day that, being informed of the contents of the instrument, he or she, as such officer and with full authority to execute this instrument on behalf of said corporation, executed the same voluntarily on this 10 day of July, 2000.

William H. Brewer
Notary Public



RESORT COMPUTER CORPORATION

Name:
Title:
Dated:

ACKNOWLEDGEMENT

State of _____
County of _____ ss:

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that _____, the President/Vice-President/Treasurer/Clerk of Resort Computer Corporation, who is known to me as the President/Vice-President/Treasurer/Clerk of said corporation, signed to the foregoing instrument and acknowledged before me on this day that, being informed of the contents of the instrument, he or she, as such officer and with full authority to execute this instrument on behalf of said corporation, executed the same voluntarily on this _____ day of July, 2000.

Notary Public

This Assignment is effective, pursuant to an Amended and Restated Asset Purchase Agreement between the parties, as of this 10th day of July, 2000.

TM ACQUISITION CORP.

Name:
Title:
Dated:

ACKNOWLEDGEMENT

State of _____)
County of _____) ss:

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that _____, the President/Vice-President/Treasurer/Clerk of TM Acquisition Corp., who is known to me as the President/Vice-President/Treasurer/Clerk of said corporation, signed to the foregoing instrument and acknowledged before me on this day that, being informed of the contents of the instrument, he or she, as such officer and with full authority to execute this instrument on behalf of said corporation, executed the same voluntarily on this _____ day of July, 2000.

Notary Public

RESORT COMPUTER CORPORATION

A. John Novak

Name: A. John Novak
Title: CIO
Dated: July 10, 2000

ACKNOWLEDGEMENT

State of New Jersey)
County of Morris) ss:

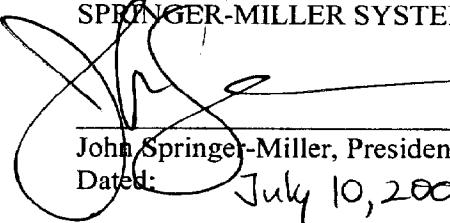
I, the undersigned, a Notary Public in and for said County in said State, hereby certify that A. John Novak, the President/Vice-President/Treasurer/Clerk of Resort Computer Corporation, who is known to me as the President/Vice-President/Treasurer/Clerk of said corporation, signed to the foregoing instrument and acknowledged before me on this day that, being informed of the contents of the instrument, he or she, as such officer and with full authority to execute this instrument on behalf of said corporation, executed the same voluntarily on this 10 day of July, 2000.



Janet Feiner
Notary Public

JANET FEINER
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 9/8/2001

SPRINGER-MILLER SYSTEMS, INC.



John Springer-Miller, President

Dated: July 10, 2000