

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>		NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>		ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL	
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Waterville Valley Ski Resort, Inc.		10/13/2010	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Waterville Valley Holdings LLC		
<b>Street Address:</b>	121 Water Street		
<b>Internal Address:</b>	Suite 1 W		
<b>City:</b>	Exeter		
<b>State/Country:</b>	NEW HAMPSHIRE		
<b>Postal Code:</b>	03833		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2233554	1-800-GO-VALLEY	
<b>Registration Number:</b>	2922419	ALTITUDE WITHOUT THE ATTITUDE	
<b>Registration Number:</b>	2930333	THREEDOM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(207)791-1350		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	207-791-1100		
<b>Email:</b>	trademark@pierceatwood.com		
<b>Correspondent Name:</b>	William L. Worden, Esq.		
<b>Address Line 1:</b>	One Monument Square		
<b>Address Line 2:</b>	Pierce Atwood LLP		
<b>Address Line 4:</b>	Portland, MAINE 04101-1110		
<b>ATTORNEY DOCKET NUMBER:</b>	28754-4313 WLW		
<b>NAME OF SUBMITTER:</b>	William L. Worden		

CH \$90.00 2233554

Signature:	/William L. Worden/
Date:	01/14/2011
Total Attachments: 3 source=Trademark Assignment for Recording Online PTO (W2148807)#page1.tif source=Trademark Assignment for Recording Online PTO (W2148807)#page2.tif source=Trademark Assignment for Recording Online PTO (W2148807)#page3.tif	

TRADEMARK ASSIGNMENT

In consideration of the sum of \$1.00, as well as other good and valuable consideration, the receipt and sufficiency of which are hereby mutually acknowledged, WATERVILLE VALLEY SKI RESORT, INC, a Delaware corporation having its principal office at c/o Booth Creek Ski Holdings, Inc., Attention: General Counsel, 1000 S. Frontage Road West, Suite 100, Vail Colorado 81620 (hereinafter "Assignor") does hereby sell, assign, convey and deliver to WATERVILLE VALLEY HOLDINGS LLC, a Delaware limited liability company, having its principal offices at 121 Water Street, Suite 1W, Exeter, New Hampshire 03833 (hereinafter "Assignee"), its successors and assigns, Assignor's entire right, title and interests in and to the trademarks identified on Schedule A attached hereto (the "Marks"), together with that part of Assignor's business to which the Marks pertain, which business is ongoing and existing, the goodwill of the business symbolized by the Marks, and all registrations and applications therefor, including any renewals and extensions of the registrations that are or may be secured, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by the Assignor if this assignment and sale had not been made; together with all income, royalties or payments due or payable as of the effective date of this assignment or thereafter, including, without limitation, all claims for damages by reason of past, present or future infringement or other unauthorized use of the Marks, with the right to sue for, and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of her successors, assigns or other legal representatives.

IN WITNESS WHEREOF, Assignor and Assignee have caused this instrument to be executed as of this 13<sup>th</sup> day of October, 2010.

ASSIGNOR:

ASSIGNEE:

WATERVILLE VALLEY SKI RESORT, INC.

WATERVILLE VALLEY HOLDINGS LLC

By: Tom Day

By: Christopher J. Sununu

Name: Thomas Day

Name: CHRISTOPHER J. SUNUNU


Title: VP & GM

Title: PRESIDENT

STATE OF NEW HAMPSHIRE  
COUNTY OF Hillsborough

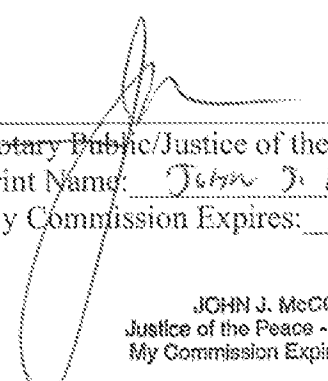
The foregoing instrument was acknowledged before me on this 7<sup>th</sup> day of October, 2010 by Thomas Day, the VP and GM of Waterville Valley Ski Resort, Inc., on behalf of said company.



  
Notary Public/Justice of the Peace  
Print Name: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

STATE OF NEW HAMPSHIRE  
COUNTY OF Grafton

The foregoing instrument was acknowledged before me on this 8 day of October, 2010 by CHRISTOPHER T. LAM, the Pres of Waterville Valley Holdings LLC, on behalf of said company.

  
Notary Public/Justice of the Peace  
Print Name: John J. McCormack  
My Commission Expires: \_\_\_\_\_

JOHN J. McCORMACK  
Justice of the Peace - New Hampshire  
My Commission Expires May 2, 2012

SCHEDULE A

<u>Mark</u>	<u>Registration Number</u>	<u>Application Number</u>
1-800-GO-VALLEY	2,233,554	75/340,761
ALTITUDE WITHOUT THE ATTITUDE	2,922,419	76/572,732
THREEDOM	2,930,333	76/573,646