

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release (Second Lien) of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		12/04/2012	National Banking: UNITED STATES

RECEIVING PARTY DATA

Name:	Alpine Helicopters Ltd.
Street Address:	375 Water Street
Internal Address:	Suite 326
City:	Vancouver, BC
State/Country:	CANADA
Postal Code:	V6B 5C6
Entity Type:	CORPORATION: BRITISH COLUMBIA

Name:	Canada Mountain Holidays, Inc.
Street Address:	217 Bear Street
City:	Banff, AB
State/Country:	CANADA
Postal Code:	T1L 1J6
Entity Type:	CORPORATION: ALBERTA

Name:	Copper Mountain, Inc.
Street Address:	1621 18th Street
Internal Address:	Suite 300
City:	Denver
State/Country:	COLORADO
Postal Code:	80202
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

Name:	Intrawest California Holdings, Inc.
Street Address:	1621 18th Street

CH \$1415.00 2075351

Internal Address:	Suite 300
City:	Denver
State/Country:	COLORADO
Postal Code:	80202
Entity Type:	CORPORATION: CALIFORNIA

Name:	Intrawest Golf Holdings, Inc
Street Address:	1621 18th Street
Internal Address:	Suite 300
City:	Denver
State/Country:	COLORADO
Postal Code:	80202
Entity Type:	CORPORATION: DELAWARE

Name:	Intrawest Honua Kai Hospitality Management, Inc.
Street Address:	1621 18th Street
Internal Address:	Suite 300
City:	Denver
State/Country:	COLORADO
Postal Code:	80202
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Intrawest Hospitality Management, Inc.
Street Address:	1621 18th Street
Internal Address:	Suite 300
City:	Denver
State/Country:	COLORADO
Postal Code:	80202
Entity Type:	CORPORATION: DELAWARE

Name:	Intrawest Retail Group, Inc.
Street Address:	1621 18th Street
Internal Address:	Suite 300
City:	Denver
State/Country:	COLORADO
Postal Code:	80202
Entity Type:	CORPORATION: COLORADO

Name:	Intrawest ULC
Street Address:	375 Water Street

Internal Address:	Suite 326
City:	Vancouver, BC
State/Country:	CANADA
Postal Code:	V6B 5C6
Entity Type:	Unlimited Liability Company: CANADA

Name:	Mont Tremblant Resorts and Company, Limited Partnership
Street Address:	1000 Chemin des Voyageurs
City:	Mont-Tremblant, QC
State/Country:	CANADA
Postal Code:	J8E 1T1
Entity Type:	LIMITED PARTNERSHIP: QUEBEC

Name:	Resort Reservations Network, Inc.
Street Address:	1621 18th Street
Internal Address:	Suite 300
City:	Denver
State/Country:	COLORADO
Postal Code:	80202
Entity Type:	UNINC. ASSOCIATION: DELAWARE

Name:	Snowshoe Mountain, Inc.
Street Address:	10 Snowshoe Drive
City:	Snowshoe
State/Country:	WEST VIRGINIA
Postal Code:	26209
Entity Type:	CORPORATION: WEST VIRGINIA

Name:	Steamboat Ski & Resort Corporation
Street Address:	2305 Mt. Werner Circle
City:	Steamboat
State/Country:	COLORADO
Postal Code:	80487
Entity Type:	CORPORATION: DELAWARE

Name:	The Stratton Corporation
Street Address:	1621 18th Street
Internal Address:	Suite 300
City:	Denver
State/Country:	COLORADO

Postal Code:	80202
Entity Type:	CORPORATION: VERMONT

PROPERTY NUMBERS Total: 56

Property Type	Number	Word Mark
Registration Number:	2075351	RAVEN
Registration Number:	2075310	RAVEN
Registration Number:	2165013	RAVEN
Registration Number:	2012838	RAVEN
Registration Number:	2298394	RAVEN
Registration Number:	4250350	HONUA KAI
Registration Number:	4161658	HONUA KAI
Registration Number:	3812184	HONUA KAI
Registration Number:	4250351	HONUA KAI RESORT & SPA KAA NAPALI BEACH
Registration Number:	3812185	HONUA KAI RESORT & SPA KAA NAPALI BEACH
Registration Number:	4172123	HONUA KAI RESORT & SPA KAA NAPALI BEACH
Registration Number:	2439470	ZEPHYR MOUNTAIN LODGE
Registration Number:	2435919	ZEPHYR MOUNTAIN LODGE
Registration Number:	2688929	MOUNTAIN ADVENTURE CENTER
Registration Number:	3274279	
Registration Number:	2581547	G
Registration Number:	3244413	CLUB INTRAWEST
Registration Number:	2395510	EXTRAORDINARY ESCAPES
Registration Number:	1931088	INTRAWEST
Registration Number:	2119597	INTRAWEST
Registration Number:	3170756	INTRAWEST PLACEMAKING
Registration Number:	2486646	IQ
Registration Number:	3550275	RESORT TO RESORT
Registration Number:	3378677	R RESORT TO RESORT EXPANDING VACATION POSSIBILITIES
Registration Number:	3524254	CLUB INTRAWEST
Registration Number:	2143790	TREMBLANT
Registration Number:	2151563	TREMBLANT MONT-TREMBLANT, QUEBEC
Registration Number:	2559257	
Registration Number:	2811781	MOUNTAIN KIDS

Registration Number:	2760847	FREEDOM FEST
Registration Number:	2021000	MAKING TRACKS
Registration Number:	2809440	MOUNTAIN KIDS
Registration Number:	2068913	SNOWSHOE
Registration Number:	1708986	THE MOUNTAIN CONFERENCE CENTER
Registration Number:	3304669	XEXPO
Registration Number:	3274945	SNOW NEWS IS GOOD NEWS
Registration Number:	3711168	SNOWSHOE
Registration Number:	3023272	STEAMBOAT CENTRAL RESERVATIONS
Registration Number:	0932707	STEAMBOAT
Registration Number:	4187376	STEAMBOAT
Registration Number:	3796193	CHAMPAGNE POWDER
Registration Number:	1484680	
Registration Number:	2946674	SMC STRATTON MOUNTAIN CLUB
Registration Number:	2955573	SMC STRATTON MOUNTAIN CLUB
Registration Number:	2584508	STRATTON VT
Registration Number:	2539597	STRATTON VT
Registration Number:	2539596	STRATTON VT
Registration Number:	2539593	STRATTON VT
Registration Number:	2587354	STRATTON VT
Registration Number:	1537435	STRATTON
Registration Number:	1536463	STRATTON
Serial Number:	85767981	RED UMBRELLA
Serial Number:	85151686	SKI TOWN, U.S.A.
Serial Number:	85976946	SKI TOWN, U.S.A.
Serial Number:	85751852	SPRINGALICIOUS
Serial Number:	73705965	STRATTON

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: (212) 530-5000

Email: trademark@milbank.com

Correspondent Name: Lina Jun

Address Line 1: Milbank, Tweed, Hadley & McCloy LLP

Address Line 2: 1 Chase Manhattan Plaza, 47th Floor

TRADEMARK
REEL: 004916 FRAME: 0101

Address Line 4: New York, NEW YORK 10005-1413

ATTORNEY DOCKET NUMBER: 30045.39000

DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER: Lina Jun

Signature: /Lina Jun/

Date: 12/10/2012

Total Attachments: 9
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

This Release of Security Interest in Trademarks (this "Release"), dated as of December 4, 2012 (the "Effective Date"), is made by Bank of America, N.A., (the "Administrative Agent"), in its capacity as administrative agent under the Second Lien Credit Agreement, as pledgee, assignee and secured party, in favor of the parties listed at Schedule A hereto (each a "Grantor", and collectively, the "Grantors").

WHEREAS, pursuant to that certain Second Lien Security Agreement, dated as of April 27, 2012, among the Administrative Agent, the Grantors and certain other parties thereto (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Second Lien Security Agreement"), the Grantors assigned and transferred to the Administrative Agent and granted to the Administrative Agent, for the ratable benefit of the Secured Parties, a continuing security interest in and to the Collateral, as collateral security for the payment and performance in full when due of the Obligations;

WHEREAS, in connection with the Second Lien Security Agreement, the Administrative Agent and the Grantors also entered into that certain Trademark Security Agreement, dated as of April 27, 2010 (the "Trademark Security Agreement"), for the purposes of filing and recording with the United States Patent and Trademark Office the security interest granted with respect to the trademark registrations and applications set forth on Schedule B hereto together with the goodwill associated therewith (collectively, the "Trademarks");

WHEREAS, the Trademark Security Agreement was filed with and recorded by the Trademarks Division of the United States Patent and Trademark Office at Reel/Frame 4194/0863, as amended in a corrective Short Form Trademark Security Agreement, dated April 29, 2010 and filed under Reel/Frame 4195/0645;

WHEREAS, the Grantors have requested the Administrative Agent to release the security interest held by the Administrative Agent with respect to the Trademarks, and the Administrative Agent has agreed to execute and deliver this Release for purposes of recording with the United States Patent and Trademark Office.


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent agrees as follows:

- U. Defined Terms. Unless otherwise defined herein, all capitalized terms used herein shall have the meaning given to them in the Second Lien Security Agreement or the Trademark Security Agreement, as applicable.
2. Release. The Administrative Agent hereby, as of the Effective Date, releases, terminates, discharges, cancels and relinquishes the Administrative Agent's security interest, granted pursuant to the Second Lien Security Agreement and the Trademark Security Agreement, in and to the Trademarks, including the Trademarks identified in Schedule B attached hereto.
3. Governing Law. This Release shall be governed exclusively under the laws of the State of New York, without regard to conflicts of law or choice of law principles.

[Signature Page and Schedule A and B Follow]

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date:

BANK OF AMERICA, N.A., as Administrative Agent

By: 

Name: **Keri Shuff**
Title: **Vice President**

Title:

[Trade Mark Release Agreement (Second Lien)]

SCHEDULE A
The Grantors

Alpine Helicopters Ltd.
Canada Mountain Holidays, Inc.
Copper Mountain, Inc.
Intrawest California Holdings, Inc.
Intrawest Golf Holdings, Inc.
Intrawest Honua Kai Hospitality Management, Inc.
Intrawest Hospitality Management, Inc.
Intrawest Retail Group, Inc.
Intrawest ULC
Mont Tremblant Resorts and Company, Limited Partnership
Resort Reservations Network, Inc.
Snowshoe Mountain, Inc.
Steamboat Ski and Resort Corporation
The Stratton Corporation

SCHEDULE B
Trademarks

Trademarks

U.S. Trademark Registrations

[See attached]

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

04/29/2010
900160915

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the the errors in the Short Form Security Agreement attached to the assignment previously recorded on Reel 004194 Frame 0863. Assignor(s) hereby confirms the Second Lien Security Agreement to Bank of America, N.A.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Copper Mountain, Inc.		04/27/2010	CORPORATION: DELAWARE
Intrawest California Holdings, Inc.		04/27/2010	CORPORATION: CALIFORNIA
Intrawest Golf Holdings, Inc.		04/27/2010	CORPORATION: DELAWARE
Intrawest Honua Kai Hospitality Management, LLC		04/27/2010	LIMITED LIABILITY COMPANY: DELAWARE
Intrawest Hospitality Management, Inc.		04/27/2010	CORPORATION:
Intrawest Retail Group, Inc.		04/27/2010	CORPORATION: COLORADO
Intrawest ULC		04/27/2010	Unlimited Liability Company: CANADA
Mont Tremblant Resorts and Company Limited Partnership		04/27/2010	LIMITED PARTNERSHIP: CANADA
Snowshoe Mountain, Inc.		04/27/2010	CORPORATION: WEST VIRGINIA
Steamboat Ski & Resort Corporation		04/27/2010	CORPORATION: DELAWARE
The Stratton Corporation		04/27/2010	CORPORATION: VERMONT

RECEIVING PARTY DATA

Name:	Bank of America, N.A.
Street Address:	901 Main Street
City:	Dallas
State/Country:	TEXAS
Postal Code:	75202
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 58

Property Type	Number	Word Mark

TRADEMARK
REEL: 004916 FRAME: 0107

CH \$1465.00 2809084

Registration Number:	2809084	LR
Registration Number:	2626230	FOUR PASS
Registration Number:	2948727	SIX PASS
Registration Number:	2540736	SIERRA STAR
Registration Number:	2075351	RAVEN
Registration Number:	2075310	RAVEN
Registration Number:	2165013	RAVEN
Registration Number:	2012838	RAVEN
Registration Number:	2298394	RAVEN
Serial Number:	77638392	HONUA KAI
Serial Number:	77638403	HONUA KAI RESORT & SPA KAAPALI BEACH
Registration Number:	2439470	ZEPHYR MOUNTAIN LODGE
Registration Number:	2435919	ZEPHYR MOUNTAIN LODGE
Registration Number:	2882083	COPPER CLOTHING CO.
Registration Number:	2688929	MOUNTAIN ADVENTURE CENTER
Registration Number:	3274279	
Registration Number:	2581547	G
Registration Number:	3244413	CLUB INTRAWEST
Registration Number:	2395510	EXTRAORDINARY ESCAPES
Registration Number:	1931088	INTRAWEST
Registration Number:	2119597	INTRAWEST
Registration Number:	2648389	INTRAWEST GOLF
Registration Number:	3170756	INTRAWEST PLACEMAKING
Registration Number:	2486646	IQ
Serial Number:	78877995	LODGING OVATIONS
Registration Number:	3550275	RESORT TO RESORT
Registration Number:	3378677	R RESORT TO RESORT EXPANDING VACATION POSSIBILITIES
Registration Number:	2690095	REZREZ.COM
Registration Number:	2833500	SNOWSCIENCE
Registration Number:	3524254	CLUB INTRAWEST
Registration Number:	2143790	TREMBLANT
Registration Number:	2151563	TREMBLANT MONT-TREMBLANT, QUEBEC
Registration Number:	2559257	
Registration Number:	2811781	MOUNTAIN KIDS

Registration Number:	2809439	PULP & PAPER CO. STATIONARY POSTCARDS FINE BOOKS PERIODICALS EST. 2002 SNOWSHOE MOUNTAIN
Registration Number:	2760847	FREEDOM FEST
Registration Number:	2021000	MAKING TRACKS
Registration Number:	2809440	MOUNTAIN KIDS
Registration Number:	3003751	PULP & PAPER
Registration Number:	2088913	SNOWSHOE
Registration Number:	1708986	THE MOUNTAIN CONFERENCE CENTER
Registration Number:	3304669	XEXPO
Registration Number:	3274945	SNOW NEWS IS GOOD NEWS
Serial Number:	77589126	SNOWSHOE
Registration Number:	3023272	STEAMBOAT CENTRAL RESERVATIONS
Registration Number:	0932707	STEAMBOAT
Serial Number:	77386424	CHAMPAGNE POWDER
Registration Number:	1484680	
Registration Number:	2946674	SMC STRATTON MOUNTAIN CLUB
Registration Number:	2955573	SMC STRATTON MOUNTAIN CLUB
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Registration Number:	2539597	STRATTON VT
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Registration Number:	2539593	STRATTON VT
Registration Number:	2587354	STRATTON VT
Registration Number:	1537435	STRATTON
Registration Number:	1536463	STRATTON
Registration Number:	1540829	STRATTON

CORRESPONDENCE DATA

Fax Number: (212)492-0083
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 2123733083
 Email: zhilden@paulweiss.com, hranucci@paulweiss.com
 Correspondent Name: Zoe Hilden
 Address Line 1: 1285 Avenue of the Americas
 Address Line 2: c/o Paul, Weiss
 Address Line 4: New York, NEW YORK 10019-6064

ATTORNEY DOCKET NUMBER:	INTRAWEST
NAME OF SUBMITTER:	Zoe Hilden

Signature:	/Zoe Hilden/
Date:	04/29/2010

Total Attachments: 53

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