

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Conversion of Business Entity

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Biltmore Farms, Inc.		12/28/2005	CORPORATION: NORTH CAROLINA

**RECEIVING PARTY DATA**

<b>Name:</b>	Biltmore Farms, LLC
<b>Street Address:</b>	One Town Square Boulevard, Suite 330
<b>City:</b>	Asheville
<b>State/Country:</b>	NORTH CAROLINA
<b>Postal Code:</b>	28803-5007
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: NORTH CAROLINA

**PROPERTY NUMBERS Total: 28**

Property Type	Number	Word Mark
Serial Number:	78515790	BC
Serial Number:	76418707	BILTMORE BOTANICAL
Serial Number:	76420490	BILTMORE BOTANICAL
Serial Number:	78504489	BILTMORE COMMERCIAL
Serial Number:	78521711	BILTMORE FARMS
Serial Number:	78640070	BILTMORE FARMS HOTEL GROUP
Serial Number:	78496641	BILTMORE HOTEL GROUP
Registration Number:	2695601	BILTMORE LAKE
Serial Number:	78566455	BILTMORE LAKE
Registration Number:	2695600	BILTMORE LAKE
Serial Number:	78269714	BILTMORE VALE
Serial Number:	78529102	BUCK SPRING
Serial Number:	78602926	

CH \$715.00 78515790

Registration Number:	3032195	B F
Serial Number:	78445221	MY BILTMORE HOME
Serial Number:	78602916	MYBILTMOREHOME
Serial Number:	78434452	R
Serial Number:	78444433	THE RAMBLE
Serial Number:	78269718	THE RAMBLE AT BILTMORE FOREST
Serial Number:	78430678	THE RAMBLE BILTMORE FOREST
Registration Number:	2528384	CORPORATE TECHNOLOGY CENTER
Registration Number:	2364515	BROADLANDS
Registration Number:	2269209	BROADLANDS TECHNOLOGY PARK
Registration Number:	2269208	
Registration Number:	2047661	BILTMORE BF FARMS
Registration Number:	2041899	BILTMORE PARK
Registration Number:	2043297	BILTMORE
Registration Number:	2043296	BILTMORE

**CORRESPONDENCE DATA**

Fax Number: (704)343-2300  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (704) 343-2000  
Email: gina.eikenberry-wray@hmw.com  
Correspondent Name: Corby C. Anderson  
Address Line 1: 201 North Tryon Street, P.O. Box 31247  
Address Line 4: Charlotte, NORTH CAROLINA 28231

ATTORNEY DOCKET NUMBER:	0064603-002
NAME OF SUBMITTER:	Corby C. Anderson
Signature:	/corby anderson/
Date:	01/10/2006

Total Attachments: 2  
source=Biltmore Farms Conversion of Business Entity#page1.tif  
source=Biltmore Farms Conversion of Business Entity#page2.tif

**ARTICLES OF ORGANIZATION  
OF  
BILTMORE FARMS, LLC**

Limited Liability Company  
(Conversion of Business Entity)

Pursuant to § 57C-2-21 and § 57C-9A-03 of the General Statutes of North Carolina, the undersigned does hereby submit these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of North Carolina pursuant to a conversion of another business entity:

1. The name of the limited liability company is Biltmore Farms, LLC.
2. The limited liability company is being formed pursuant to a conversion of a corporation, whose name is Biltmore Farms, Inc. and whose organization and internal affairs are governed by the laws of the State of North Carolina.
3. A plan of conversion has been approved by the converting business entity as required by law.
4. The name and address of each person executing these Articles of Organization are:

<u>Name</u>	<u>Address</u>	<u>Capacity</u>
Herman Spence III	101 North Tryon Street Suite 1900 Charlotte, NC 28246	Organizer

5. The street address and mailing address of the initial registered office of the limited liability company in the State of North Carolina is One Town Square Boulevard, Suite 330, Asheville, Buncombe County, North Carolina 28803-5007, and the name of its initial registered agent at such address is John F.A.V. Cecil.

6. The limited liability company has a principal office. The street address and mailing address of the limited liability company's principal office and the county in which the principal office is located are One Town Square Boulevard, Suite 330, Asheville, Buncombe County, North Carolina 28803-5007.

7. Except as provided in § 57C-3-20(a) of the General Statutes of North Carolina, the limited liability company shall be *manager-managed*, and the members shall not be managers by virtue of their status as members.

8. These articles will become effective at five o'clock P.M. on December 30, 2005.

This the 28<sup>th</sup> day of December, 2005.

Herman Spence III  
Herman Spence III, Organizer