

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM317775

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	TERMINATION AND RELEASE OF SECURITY INTEREST IN CERTAIN TRADEMARK RIGHTS

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wilmington Trust, National Association (successor by merger to Wilmington Trust FSB)		09/18/2014	National Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Festival Fun Parks, LLC
Street Address:	4590 Macarthur Blvd.
Internal Address:	Suite 400
City:	Newport Beach
State/Country:	CALIFORNIA
Postal Code:	92660
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	2240251	BIG KAHUNA'S
Registration Number:	2189335	ELECTRIC ALLEY
Registration Number:	4025442	MALIBU
Registration Number:	1129698	MALIBU GRAND PRIX
Registration Number:	1882558	MOUNTASIA FAMILY FUNCENTERS
Registration Number:	2011552	MOUNTASIA FAMILY FUN CENTER
Registration Number:	2226880	SLICK TRAX
Registration Number:	2189336	SPEEDWAY GOLF
Registration Number:	2273434	SPEEDWAY GOLF
Registration Number:	1831253	SPEEDZONE
Registration Number:	2306846	SPEEDZONE
Registration Number:	4305217	SPEEDZONE
Registration Number:	2306845	SPEEDZONE CAFE
Registration Number:	2299235	SPEEDZONE CAFE
Registration Number:	2189337	TURBO TRACK
Registration Number:	2399455	WANNA RACE?

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2474715	WINNERS CIRCLE
Registration Number:	2463720	BOOMERS
Registration Number:	2752695	BOOMERS!
Registration Number:	3959216	WHIRLYBIRD
Registration Number:	3959217	WHIRLYBIRD

CORRESPONDENCE DATA

Fax Number: 2125935955

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

Phone: 212-756-2132

Email: scott.kareff@srz.com

Correspondent Name: S. Kareff c/o Schulte Roth & Zabel LLP

Address Line 1: 919 Third Avenue

Address Line 2: 22nd Floor

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	014951-1434
NAME OF SUBMITTER:	Scott Kareff (014951-1434)
SIGNATURE:	/kc for sk/
DATE SIGNED:	09/23/2014

Total Attachments: 4

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**TERMINATION AND RELEASE OF
SECURITY INTEREST IN CERTAIN TRADEMARK RIGHTS**

TERMINATION AND RELEASE dated as of Sept. 18, 2011 from WILMINGTON TRUST, National Association (successor by merger to Wilmington Trust FSB), located at 246 Goose Lane, Suite 105, Guilford, Connecticut 06437, as collateral agent (the "Grantee") for the Secured Parties, to FESTIVAL FUN PARKS, LLC, a Delaware limited liability company, located at 4590 Macarthur Blvd., Suite 400, Newport Beach, CA 92660 (the "Grantor").

WITNESSETH:

WHEREAS, pursuant to the Pledge and Security Agreement, dated as of February 28, 2011 (as it may be amended, restated, amended and restated, supplemented, replaced, refinanced, renewed, extended or otherwise modified from time to time, the "Pledge and Security Agreement"), by and among Palace Entertainment Holdings, LLC (the "Borrower"), the other Grantors from time to time party thereto and the Grantee, a security interest (the "Security Interest") was granted by the Grantor to the Grantee in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, pursuant to that certain Trademark Security Agreement dated as of February 28, 2011, among the Grantee, the Borrower and the other Grantors (the "Trademark Security Agreement"), Grantor, by reference to the Security Agreement, reaffirmed their intent to grant a Security Interest to the Grantee in, among other rights and property, the Trademark Collateral;

WHEREAS, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on March 9, 2011 at Reel 004493 and Frame 0271; and

WHEREAS, the Grantee now desires to terminate and release the entirety of its Security Interest in only the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration, and upon the terms set forth in this Termination and Release, the Grantee hereby states as follows:

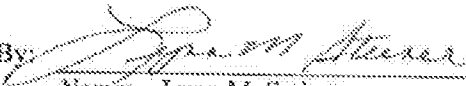
1. Definitions. The term "Trademark Collateral," as used herein, shall mean all of the Grantor's right, title and interest of every kind and nature as of the date hereof in the Trademarks listed on Schedule A hereto. The term "Trademarks" shall have the meaning provided by reference in the Trademark Security Agreement.

2. Release of Security Interest. The Grantee, for the benefit of the Secured Parties, hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Grantee in such Trademark Collateral shall hereby cease and become void.

3. Authorization. The Grantee authorizes the Grantor to request that the United States Patent and Trademark Office record this Termination and Release against the Trademark Collateral.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

WILMINGTON TRUST, NATIONAL
ASSOCIATION, as Collateral Agent



By: 

Name: Lynn M. Steiner
Title: Vice President

[Signature Page to Termination and Release of Security Interest in Trademark Rights]

Schedule A

Grantor	Jurisdiction	Trademark	Registration Number/ Registration Date
Festival Fun Parks, LLC	U.S.	BIG KAHUNA'S	2240251 04/20/1999
Festival Fun Parks, LLC	U.S.	BIG KAHUNA WAVEPOOL	WI: 20120601258 02/08/2012
Festival Fun Parks, LLC	U.S.	ELECTRIC ALLEY	2189335 09/15/1998
Festival Fun Parks, LLC	U.S.		4025442 09/13/2011
Festival Fun Parks, LLC	U.S.	MALIBU GRAND PRIX	1129698 01/22/1980
Festival Fun Parks, LLC	U.S.	MOUNTASIA FAMILY FUNCENTERS	1882558 03/07/1993
Festival Fun Parks, LLC	U.S.		2013852 10/29/1996
Festival Fun Parks, LLC	U.S.	SLICK TRAX	2226880 02/23/1999
Festival Fun Parks, LLC	U.S.	SPEEDWAY GOLF	2189336 09/15/1998
Festival Fun Parks, LLC	U.S.		2273434 08/31/1999

Festival Fun Parks, LLC	U.S.	SPEED ZONE	1831253 04/19/1994
Festival Fun Parks, LLC	U.S.	SPEEDZONE	2386846 01/11/2000
Festival Fun Parks, LLC	U.S.		4385217 3/19/2013
Festival Fun Parks, LLC	U.S.	SPEEDZONE CAFE	2386845 01/11/2000
Festival Fun Parks, LLC	U.S.		2299235 12/14/1999
Festival Fun Parks, LLC	U.S.	TURBO TRACK	2189337 09/15/1998
Festival Fun Parks, LLC	U.S.	WANNA RACE?	2399455 10/31/2000
Festival Fun Parks, LLC	U.S.	WINNERS CIRCLE	2474715 08/07/2001
Festival Fun Parks, LLC	U.S.	BOOMERS	2463720 06/26/2001
Festival Fun Parks, LLC	U.S.		2752695 08/19/2003
Festival Fun Parks, LLC	U.S.	WHIRLY BIRD	3959216 05/10/2011
Festival Fun Parks, LLC	U.S.		3959217 05/10/2011