

T06000001306

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

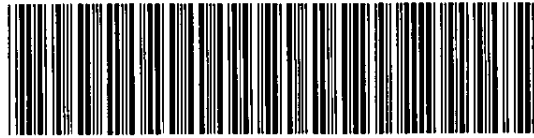
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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Assignment

T06-1306

2 classes ✓

09/17/14--01005--008 **100.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 SEP -8 PM 12: 01

FILED

SEP 11 2014

N. CAUSSEAU



706-1306

Legal Department

September 2, 2014

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Assignment of Mark Registration
Registration No. 2158425

To Whom It May Concern,

Enclosed are the following documents for the assignment of mark the BIKETOBERFEST:

1. Assignment of Mark Registration;
2. Agreement for Assignment of Daytona Beach Area Convention and Visitors Bureau, Inc., Trademark and/or Servicemark to Halifax Area Advertising Authority; and
3. A check payable to the Florida Department of State in the amount of \$100.00 for two classes.

Please contact the undersigned at the address or telephone number listed below if there are any questions or concerns regarding this assignment.

Sincerely,

Nancy Brunette
Paralegal

Enclosures (3)

ASSIGNMENT OF MARK REGISTRATION

1. The mark to be assigned is: BIKETOBERFEST

2. Registration Number: ~~2,156,425~~ 706-1306

3. (a) Assignor's name: Daytona Beach Area Convention and Visitors Bureau, Inc.

(b) Assignor's Business Address: 126 East Orange Avenue

Daytona Beach, FL 32114

City/State/Zip

If Different, Assignor's Mailing Address: n/a

City/State/Zip

FILED
14 SEP - 8 PM 12: 01
STATE OF FLORIDA
TALLAHASSEE

4. (a) Assignee's name: Halifax Area Advertising Authority

(b) Assignee's Business Address: 126 East Orange Avenue

Daytona Beach, FL 32114

City/State/Zip

If Different, Assignee's Mailing Address: n/a

City/State/Zip

(c) Assignee's telephone number: (386) 255-0415

Individual Corporation Joint Venture Limited Liability Company

General Partnership Limited Partnership Union Other: Government Agency

Authority established pursuant to s. 212.0305(3)(a) & (4)(d)1., FS, & Chapter 114, Article IV, Division 2, Volusia Code of Ord.

If other than an individual,

(1) Florida registration/ document number: n/a (2) Domicile State: Florida

(3) Federal Employer Identification Number: 593038685

5. All right, title and interest in and to said mark, together with the good will of the business in which the mark is used (or that part of the good will of the business connected with the use of and symbolized by the mark) is hereby

assigned by Daytona Beach Area Convention and Visitors Bureau, Inc. to Halifax Area Advertising Authority
(the Assignor) (the Assignee)

6. Assignor's Signature: [Handwritten Signature]

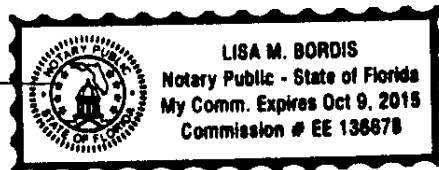
By Daniel Francati, Chair
(Typed or Printed Name of Person Signing Above)

Sworn to and subscribed before me on this 20th day of August, 2014 Daniel Francati
(Name of Individual Signing)

who is personally known to me whose identity I proved on the basis of _____

(Notary Seal)

Lisa M. Bordis
Signature of Notary Public



7. Assignee's Signature: [Handwritten Signature]

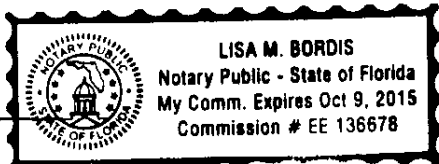
By Blaine Staed Lansberry, Chair
(Typed or Printed Name of Person Signing Above)

Sworn to and subscribed before me on this 20th day of August, 2014 Blaine Lansberry
(Name of Individual Signing)

who is personally known to me whose identity I proved on the basis of _____

(Notary Seal)

Lisa Bordis
Signature of Notary Public



FILING FEE: \$50 per class
Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

FILED
14 SEP - 8 PM 12:01
TALLAHASSEE, FLORIDA

**AGREEMENT FOR ASSIGNMENT OF DAYTONA BEACH AREA CONVENTION
AND VISITORS BUREAU, INC., TRADEMARK AND/OR SERVICEMARK.**

TO

HALIFAX AREA ADVERTISING AUTHORITY

This Agreement for Assignment of Daytona Beach Area Convention and Visitors Bureau Trademark and/or Servicemark (hereinafter referred to as "Assignment") is entered into by and between Daytona Beach Area Convention and Visitors Bureau, Inc., a Florida nonprofit corporation with its principal place of business located at 126 East Orange Avenue, Daytona Beach, Florida 32114 (hereinafter referred to as "Assignor"), and Halifax Area Advertising Authority, a political subdivision of the State of Florida, with its principal place of business located at 126 East Orange Avenue, Daytona Beach, Florida 32114 (hereinafter referred to as "Assignee").

RECITALS

WHEREAS, Assignor owns the trademark/servicemark rights to:

Mark: BIKETOBERFEST

Federal Trademark #: T06000001306

Serial #: 75220321

Registration #: 2158425

(hereinafter referred to as "MARK"); and

WHEREAS, Assignor desires to assign the entire interest and the goodwill of the MARK and Assignee desires to accept assignment of said MARK; and

WHEREAS, Assignor having determined that dissolution of the Corporation would be in the best interests of the Corporation, approved and adopted a Resolution of the Board

of Directors of Daytona Beach Area Convention and Visitors Bureau, Inc., a copy of which is attached hereto and incorporated herein as **Exhibit "A."** Pursuant to paragraph (a) and (c) of said Resolution, the Assignor authorized the transfer of all rights, (entire) interests, goodwill, and title in and to the Assignor's intellectual property (all intangible assets, i.e., Oktoberfest) to Assignee.

NOW, THEREFORE, in consideration of the foregoing recitals which are incorporated herein by reference as a material part of this Assignment, and other specific consideration set forth herein, the receipt and sufficiency of which is acknowledged by the Assignor and Assignee, the parties agree and stipulate as follows:

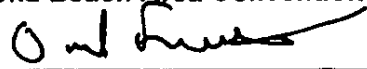
1. Assignor hereby assigns the entire interest and the goodwill of the MARK and Assignee accepts assignment of said MARK.
2. This Assignment, together with any exhibits and amendments thereto constitute the entire Assignment between Assignor and Assignee.
3. This Assignment shall be binding only upon execution by all parties hereto.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties have made and executed the Agreement for Assignment of Daytona Beach Area Convention and Visitors Bureau, Inc., Trademark and/or Servicemark to Halifax Area Advertising Authority the day and year written below.

Assignor:

Daytona Beach Area Convention and Visitors Bureau, Inc.

By: 
Daniel Francati, Chair

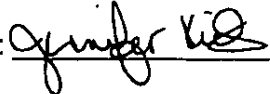
Date: 8/20/14

Attest:

By: Lisa M. Bordin

Date: 8/20/14

Witness:

By: 

Date: 8/20/14

Assignee:

Halifax Area Advertising Authority

By: 
Blaine Staed Lansberry, Chair

Date: 8/20/14

Attest:

By: Lisa M. Bordin

Date: 8/20/14

Witness:

By: 

Date: 8/20/14

**RESOLUTION OF THE BOARD OF DIRECTORS
OF
DAYTONA BEACH AREA CONVENTION AND VISITORS BUREAU, INC.**

WHEREAS, the Board of Directors of the Daytona Beach Area Convention and Visitors Bureau, Inc. ("Corporation"), Florida nonprofit corporation, has determined that dissolution of the Corporation would be in the best interests of the Corporation, as a result of the Volusia County Council's decision on August 8, 2013, and directive to the Halifax Area Advertising Authority ("HAAA") Board of Directors to discontinue funding the Corporation forthwith.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CORPORATION IN OPEN MEETING DULY ASSEMBLED ON THIS 10TH DAY OF SEPTEMBER, A. D. 2013, AS FOLLOWS:

SECTION I. The Board of Directors has resolved that during the interim period between the Board of Director's decision to dissolve and the actual date of dissolution of the Corporation that the Corporation shall upon the adoption of this Resolution immediately commence winding down its business activities which include but are not limited to the following actions by the Corporation:

- a. Transferring the Corporation's rights, title, and interests in all real, tangible, and intangible property, and any other assets of the Corporation to HAAA;
- b. Assigning the Corporation's contracts, agreements, sponsorships, and licenses to HAAA;
- c. Granting HAAA the exclusive right use the Corporation's trade and domain names, trademarks, copyrights, logos and other intellectual property in advertisements, marketing materials, displays, publications, and tradeshow registrations and related documents;
- d. Transferring to HAAA the Corporation's administrative and operational functions and activities as deemed appropriate by HAAA;
- e. Conducting an audit/accounting of the Corporation's financial records;
- f. Resolving that the resignation of all directors/officers of the Corporation except the chairman of HAAA is effective as of the date of this Resolution and that such chairman and/or his delegates shall have the authority to endorse checks and orders for the payment of money, and otherwise engage in financial transactions and business activities of behalf of the CVB to facilitate the dissolution process.
- g. Filing all required corporate state and federal reports; and,
- h. Dissolving the Corporation.

SECTION II: All resolutions and parts of resolutions in conflict herewith are hereby repealed.

SECTION III: This Resolution shall take effect immediately upon its adoption.

DONE AND ADOPTED BY THE BOARD OF DIRECTORS OF THE CORPORATION.

