

FORM PTO-1554 (Rev. 6-83) OMB No. 0667-0011 (exp. 4-94)

06-12-1998

3 SHEET U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings



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attached original documents or copy thereof.

To the Honorable Commissioner

MRD 5-21-98

1. Name of conveying party(ies):

MTI Vacations, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: 4/24/98

2. Name and address of receiving party(ies)

Name: Trase Miller Teleservices, Inc.

Internal Address:

Street Address: 17W642 Butterfield Road

City: Oakbrook Terrace State: IL ZIP: 60181

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Delaware, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

75/067, 745

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: John J. Legner

Internal Address: Cowan & Minetz

Street Address: 180 N. LaSalle Street

Suite 2901

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

JAMES J. LEGNER

Name of Person Signing

James J. Legner

Signature

5/21/98

Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 1739 FRAME: 0569

TRADEMARK ASSIGNMENT

MTI VACATIONS, INC., a Delaware corporation, located at 2211 Butterfield Road, Downers Grove, Illinois, has adopted and is using the mark, "Trase Miller Teleservices, Inc.", and has a pending application at the United States Patent and Trademark Office for that mark, Serial No. 75/067745, filed on March 5, 1996.

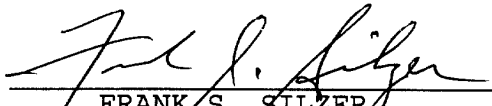
TRASE MILLER TELESERVICES, INC., a Delaware corporation, located at 17W642 Butterfield Road, Oakbrook Terrace, Illinois, desires to acquire said mark and the accompanying application.

WHEREAS, in consideration of the foregoing, and for other good and valuable consideration, receipt of which is hereby acknowledged, MTI VACATIONS, INC. hereby assigns to TRASE MILLER TELESERVICES, INC., all right, title and interest in and to the mark described above, together with the good will of business symbolized by the mark in the application for registration described above.

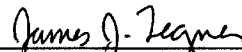
MTI VACATIONS, INC.

DATED: April 24, 1998

By:


FRANK S. SILZER
Senior Vice President,
Finance and Administration

Subscribed and sworn to before me
on April 24, 1998.


Notary Public

JAMES J. LEAGUE
Notary Public, State of Illinois
My Commission Expires 4-15-2001