

8-28-98
RE MRD

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

09-08-1998



100822610

COVER SHEET ONLY U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

28

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

GALILEO INTERNATIONAL PARTNERSHIP

- Individual(s)
- General Partnership
- Corporation-State
- Other _____

- Association
- Limited Partnership

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

2. Name and address of receiving party(ies):

Name: GALILEO INTERNATIONAL, L.L.C.

Internal Address: 9700 West Higgins Road,
Suite 400
City: Rosemont State: IL ZIP: 60018

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Delaware limited liability company

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Correction to Assignment recorded
- Merger
- Change of Name

Execution Date: previously on 9/18/97 at
Reel 1635; Frame 0334

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

A. Trademark Application No.(s)

75/225867 for "TRAVELPOINT"

B. Trademark registration No.(s)

See attached Schedule
(16 U.S. registrations)

Additional numbers attached? Yes No

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

Name: LEYDIG, VOIT & MAYER, LTD.

Attention: Mark J. Liss

Internal Address: [Case No.]
75431

Street Address: 180 North Stetson
Two Prudential Plaza, Suite 4900

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved: 17

7. Total Fee (37 CFR 3.41) \$440.00

- Enclosed
- Any additional amounts incurred are authorized to be charged to deposit account

8. Deposit account number: 12-1216

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

DO NOT USE THIS SPACE

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.

Mark J. Liss
Name of Person Signing

Mark J. Liss
Signature

August 25, 1998
Date

09/04/1998 DMGUYEN 00000086 75225867

Total number of pages including cover sheet, attachments, and document: 7

01 FC:481
02 FC:482

40.00 DP
100.00 DP

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

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

TRADEMARK
REEL: 1785 FRAME: 0833

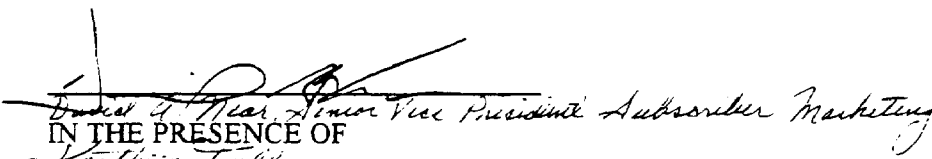
SCHEDULE

COUNTRY	TRADEMARK	REGN. NUMBER
USA	GALILEO	1647908
USA	CIRCLE Device	1739496
USA	INSIDE AVAILABILITY	1921173
USA	FOCALPOINT (Stylised)	1617443
USA	FOCALPOINT	1599827
USA	FOCALPOINT	1508532
USA	LEISURESHOPPER	1750832
USA	ROOMMASTER	1675586
USA	APOLLO	1268761
USA	TS2000	1628012
USA	SPECTRUM	1878275
USA	COMMUNICATIONS	1754967
	INTEGRATOR	
USA	APOLLO & Device	1907630
USA	INSIDE LINK	1561282
USA	TRAVELMASTER	1592811
USA	FOCALPOINT	1682195
	SCRIPTWRITER	
USA	TRAVELPOINT	75/225867

IN WITNESS WHEREOF the parties hereto have executed this agreement in accordance with their respective constitutions the day and year first above mentioned.

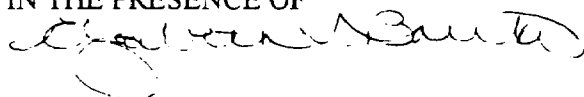
FOR AND ON BEHALF OF

GALILEO INTERNATIONAL PARTNERSHIP


IN THE PRESENCE OF
FOR AND ON BEHALF OF

GALILEO INTERNATIONAL, L.L.C.


Beckett R. Aray, Senior Vice President Legal & General Counsel

IN THE PRESENCE OF


09-30-1997

SHEET
Y

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECEIVED

SEP 18 1997

RECEIPT ACCING DIV



100543697

To the Honorable Commissioner of Pat. and Trademarks, Bureau of the attached original document, and a copy thereof.

SEP 9/18/97

1. Name of conveying party(ies):

GALILEO INTERNATIONAL PARTNERSHIP

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

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

2. Name and address of receiving party(ies):

Name: GALILEO INTERNATIONAL, L.L.C.

Internal Address: 9700 West Higgins Road
City: Rosemont State: IL ZIP: 60018
Suite 400

- 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

3. Nature of conveyance:

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

Execution Date: July 31, 1997

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

A. Trademark Application No.(s)
75/225867 for "TRAVELPOINT"

B. Trademark registration No.(s)
See attached Schedule
(16 U.S. registrations)

Additional numbers attached? Yes No

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

Name: LEYDIG, VOIT & MAYER, LTD.
Attention: James D. Zalewa
Internal Address: [Case No.]
75431

Street Address: 180 North Stetson
Two Prudential Plaza, Suite 4900
City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved: 17

7. Total Fee (37 CFR 3.41) \$ 440.00

- Enclosed
- Any additional amounts incurred are authorized to be charged to deposit account

8. Deposit account number: 12-1216
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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 D. Zalewa
Name of Person Signing

James D. Zalewa
Signature

September 16, 1997
Date

Total number of pages including cover sheet, attachments, and documents 3

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

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

09/26/1997 T10M11
01 FC:461

09/26/1997 T10M11
02 FC:462

TRADEMARK
REEL: 1785 FRAME: 0835

DEED OF ASSIGNMENT

THIS ASSIGNMENT is made this 31st day of July one thousand nine hundred and ninety seven

BETWEEN Galileo International Partnership organised under the laws of the State of Delaware, of Suite 400, 9700 West Higgins Road, Rosemont, Illinois 60018, U.S.A. (hereinafter called "the Assignor") of the one part

AND Galileo International, L.L.C. organised under the laws of the State of Delaware, of Suite 400, 9700 West Higgins Road, Rosemont, Illinois 60018, U.S.A. (hereinafter called "the Assignee") of the other part

WHEREAS

1. The Assignor is the Proprietor of the trade marks referred to in the Schedule hereto (hereinafter referred to as "the said trade marks").
2. It has been agreed between the parties that the Assignor shall assign to the Assignee the said trade marks.

NOW IT IS HEREBY AGREED AS FOLLOWS that in consideration of the sum of One Thousand Dollars (\$1000.00) now paid to the Assignor by the Assignee (the receipt whereof the Assignor hereby acknowledges) the Assignor hereby assigns unto the Assignee all property, right, title and interest in the said trade marks together with the business and the goodwill of the business concerned in the goods and services for which the said trade marks are registered TO HOLD the same unto the Assignee absolutely.

SCHEDULE

COUNTRY	TRADEMARK	REGN. NUMBER
USA	GALILEO	1647908
USA	CIRCLE Device	1739496
USA	INSIDE AVAILABILITY	1921173
USA	FOCALPOINT (Stylised)	1617443
USA	FOCALPOINT	1599827
USA	FOCALPOINT	1508532
USA	LEISURESHOPPER	1750832
USA	ROOMMASTER	1675586
USA	APOLLO	1268761
USA	TS2000	1628012
USA	SPECTRUM	1878275
USA	COMMUNICATIONS	1754967
	INTEGRATOR	-
USA	APOLLO & Device	1907630
USA	INSIDE LINK	1561282
USA	TRAVELMASTER	1592811
USA	FOCALPOINT	1682195
	SCRIPTWRITER	
USA	TRAVELPOINT	75/225867

IN WITNESS WHEREOF the parties hereto have executed this agreement in accordance with their respective constitutions the day and year first above mentioned.

FOR AND ON BEHALF OF

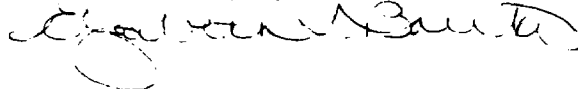
GALILEO INTERNATIONAL PARTNERSHIP


IN THE PRESENCE OF

FOR AND ON BEHALF OF

GALILEO INTERNATIONAL, L.L.C.


IN THE PRESENCE OF



LAW OFFICES
LEYDIG, VOIT & MAYER, LTD.
TWO PRUDENTIAL PLAZA SUITE 4900
CHICAGO, ILLINOIS 60601-6780

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JAMES B. MUSKAL
DENNIS R. SCHLEMMER
GORDON R. COONS
JOHN E. ROSENQUIST
JOHN W. KOZAK
CHARLES S. OSKOVIC**
MARK E. PHELPS
H. MICHAEL HARTMANN
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JOHN KILYK, JR.
ROBERT F. GREEN
JOHN B. CONKLIN
JAMES D. ZALEWA
MARK J. LISS
JOHN M. BELZ*
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SALIM A. HASAN

(312) 616-5600
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August 25, 1998

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OF COUNSEL
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THEODORE W. ANDERSON
JOHN P. BUNDOCK, JR.*
PAUL L. AHERN
JOHN D. FOSTER*
NOEL I. SMITH

*RESIDENT IN WASHINGTON OFFICE

**RESIDENT IN ROCKFORD OFFICE

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

Re: Request for Correction of Notice of Recordation
Relating to Deed of Assignment
Previously Recorded on September 18, 1997
at Reel 1635; Frame 0334 - Our File: 75431

Dear Sirs:

Enclosed please find a Notice of Recordation relating to the assignment of seventeen U.S. trademarks from Galileo International Partnership (a Delaware corporation) to Galileo International, L.L.C. (a Delaware corporation). This Deed of Assignment was recorded on September 18, 1997, at Reel 1635; Frame 0334.

Recently, it has been brought to our attention that the two entities involved in this assignment were incorrectly identified as Delaware corporations. Instead, Assignor, Galileo International Partnership, is a general partnership and Assignee, Galileo International, L.L.C., is a Delaware limited liability company. In order to correct the records, we have prepared a new Recordation Form Cover Sheet to reflect this correction and enclose it herewith, along with the requisite fee of \$440.00. Please proceed to record this correction against the seventeen U.S. trademarks listed in the Schedule incorporated in the Deed of Assignment. Please forward a confirmation that this has been completed in due course.

TRADEMARK
REEL: 1785 FRAME: 0838

Please do not hesitate to contact the undersigned if you have any questions or comments regarding the foregoing.

Respectfully submitted,

LEYDIG, VOIT & MAYER, LTD.

A handwritten signature in black ink, appearing to read 'M. J. Liss', written in a cursive style.

Mark J. Liss

MJL:jq

Enclosures