

10-09-1998

FORM PTO-1594
1-31-92



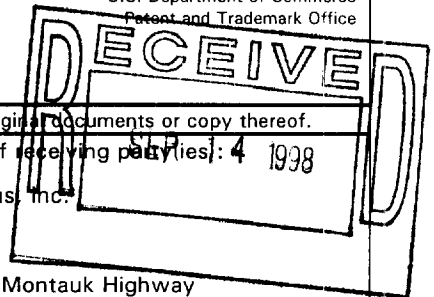
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U.S. Department of Commerce
Patent and Trademark Office

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



9-14-98

1. Name of conveying party(ies):
Go Earn More, Inc. d/b/a GEM

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State New York
 Other _____

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

2. Name and Address of receiving party(ies): 4 1998

Name: Cruislink Plus, Inc.

Internal Address: _____

Street Address: 754 Montauk Highway

West Islip, New York 11795

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State New York
 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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 31, 1998

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

A. Trademark Application No.(s) _____

B. Trademark registration No.(s)
2,128,262 GEM

Additional numbers attached? Yes No

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

Name: Timothy J. Lyden

Internal Address: Hogan & Hartson, LLP

Street Address: 8300 Greensboro Drive
Suite 1100

City McLean State: VA Zip 22102

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:
08-2550
(Attach duplicate copy of this page if paying by deposit account)

10/08/1998 DNGUYEN 00000298 2128262
01 FC:481 40.00 DP

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.

Timothy J. Lyden 9/14/98
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 2

TRADEMARK ASSIGNMENT

WHEREAS, Go Earn More, Inc. d/b/a GEM, a New York corporation with its principal place of business at 754 Montauk Highway, West Islip, New York 11795 ("Assignor"), has adopted, owns and is using the service mark GEM (the "Mark") in connection with the following services: association services, namely, promoting the interests of travel agents; and

WHEREAS, Assignor owns a federal registration for the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the services identified therein, Registration No. 2,128,262 (the "Registration"), registered on January 13, 1998;

WHEREAS, the Registration inadvertently issued in the name of GEM, Inc., a New York corporation;

WHEREAS, the Registration should have been filed in the name of Go Earn More, Inc. d/b/a GEM but for Assignor's error; and

WHEREAS, Cruislink Plus, Inc., a New York corporation with its principal place of business at 754 Montauk Highway, West Islip, New York 11795 ("Assignee"), desires to acquire the Mark and the above-referenced registration;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee all right, title, and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the registration thereof.


GO EARN MORE, INC. d/b/a GEM

By: 
Alvin Minkoff
President and CEO

District of Columbia)
)
) ss.
County of _____)

On August 31, 1998 before me personally appeared Alvin Minkoff, holding the office of Pres. + CEO of Gem, Inc., personally known to me to be the person whose name is subscribed to the written instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature 
DEANNE P. LANGE

Notary Public, District of Columbia
My Commission Expires September 15, 1999

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