

12-14-1998



100920680

MJD 12-4-98

To the Honorable Commissioner of Patents and Trademarks, the attached original documents or copy thereof.

1. Name of conveying party(ies):
American Express Travel Related Services Company, Inc.

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):
Name: Travel Impressions, Ltd.
Internal Address: 3 World Financial Center
200 Vesey Street
City: New York State: NY ZIP: 10285

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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 1, 1998

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark registration No.(s)
 1,121,184 997,758
 1,362,504 1,380,786
 1,362,505 1,766,262

Additional numbers attached? Yes No

6. Total number of applications and registrations involved:

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.] 87549

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

7. Total Fee (37 CFR 3.41) \$ 165.00
 Enclosed
 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 *Mark J. Liss* 12-7-98
 Name of Person Signing Signature Date

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

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

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

TRADEMARK
REEL: 1825 FRAME: 0441

40-00-COP
125.00-COP
12/10/1998 JHATKINS 04000007 11E1184

QUITCLAIM TRADEMARK ASSIGNMENT


WHEREAS, American Express Travel Related Services Company, Inc., a New York corporation located at American Express Tower, World Financial Center, New York, New York 10285, may be the owner of certain right, title and interest in and to the trademarks shown on Attachment A (collectively the "Trademarks"); and

WHEREAS, Travel Impressions, Ltd., a Delaware corporation located at 3 World Financial Center, 200 Vesey Street, New York, New York 10285, is desirous of acquiring the entire right, title and interest in and to the Trademarks that American Express Travel Related Services Company, Inc. may have;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, American Express Travel Related Services Company, Inc. does hereby assign and transfer unto Travel Impressions, Ltd. all right, title, and interest in and to the Trademarks it may have, together with the goodwill of the business symbolized by the Trademarks, including all claims for damage by reason of infringement of the Trademarks.

IN WITNESS WHEREOF, the parties hereto have executed this Trademark Assignment on the 1st day of May, 1998.

AMERICAN EXPRESS TRAVEL
RELATED SERVICES COMPANY, INC.

By: 
Name: Stephen Norman
Title: Secretary

ATTACHMENT A TO
TRADEMARK ASSIGNMENT

<u>MARK</u>	<u>REG. NO.</u>
Mexitours	1,121,184
Travel Impressions	1,362,504
Timothy Bear	1,362,505
Cavalcade	997,758
A drawing representing a beach or skyline resort area	1,380,786
Vacation "Free"dom	1,766,262