

12-21-1998



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Tab settings

To the Honorable Commissioner of Patents and

original documents or copy thereof.

1. Name of conveying party(ies): Hawthorn Suites Associates **12/11/98**

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

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

2. Name and address of receiving party(ies)

Name: HSA Properties, L.L.C.
 Internal Address: Suite 250
 Street Address: 13 Corporate Square
 City: Atlanta State: GA ZIP: 30329

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

Execution Date: March 27, 1996

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

A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
 (1) Hawthorn Suites 1,401,695
 (2) Tree Logo 1,534,742
 (3) Hawthorn Suites and Tree Logo 1,531,365

Additional numbers attached? Yes No

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

Name: Timothy J. Ramsey
 Internal Address: Bodker, Ramsey & Andrews

 Street Address: Suite 615
1800 Peachtree Street, N.W.
 City: Atlanta State: GA ZIP: 30309

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41).....\$ 140.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: E
 (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.

Timothy J. Ramsey
 Name of Person Signing

Timothy J. Ramsey /ms
 Signature

November 25, 1998
 Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, D.C. 20231

TRADEMARK
 REEL: 1827 FRAME: 0833

1534742
 40.00000
 100.00000
 01 FC:461
 02 FC:462

ATTACHMENT

4. B. Trademark Registration No.(s)

(4) Hawthorn Suites Cares About Kids 1,626,350

(5) Stay a Little Closer to Home 1,512,029

tm.assign.attach/4744

TRADEMARK ASSIGNMENT

WHEREAS, Hawthorn Suites Associates, an Illinois general partnership ("Assignor"), is the sole and exclusive owner of the trademark and service mark registrations and applications described on Exhibit A attached hereto and made a part hereof ("the Marks") and the goodwill associated with the Marks; and

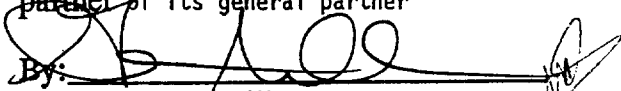
WHEREAS, HSA Properties, L.L.C., a Delaware limited liability company ("Assignee"), desires to acquire the entire right, title and interest in, to and under the Marks;

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00), to it in hand paid by said Assignee, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, said Assignor does hereby sell, assign, transfer and set over to said Assignee all its right, title and interest in, to and under the Marks, together with the goodwill of the business symbolized by the Marks, together with all rights and privileges granted and secured thereby, including the right to sue and recover for any past, present or future infringement, said rights to be held and enjoyed by said Assignee, for its own use and benefit, and for the use and benefit of its successors, assigns or other legal representatives as fully and entirely as the same would have been held and enjoyed by said Assignor if this Assignment and sale had not been made.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment by its proper officers thereunto duly authorized.

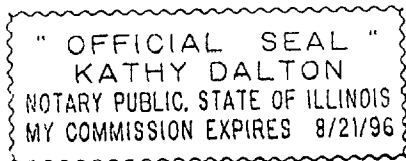
**HAWTHORN SUITES ASSOCIATES, an
Illinois general partnership**


By: **MERIDIAN INVESTMENTS, INC.,**
an Illinois corporation, the general
partner of its general partner

By: 
Glen Miller,
Vice President

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

Subscribed and sworn to before me this 27th day of March, 1996.




Notary Public

My Commission Expires: 8/21/96

GLH0285

EXHIBIT A

<u>MARK</u>	<u>APPLICATION/ REGISTRATION NO.</u>	<u>APPLICATION/ REGISTRATION DATES</u>
HAWTHORN SUITES ¹ United States	Reg. No. 1,401,695	Reg. 7/15/86
TREE LOGO United States	Reg. No. 1,534,742	Reg. 4/11/89
HAWTHORN SUITES AND TREE LOGO United States	Reg. No. 1,531,365	Reg. 3/21/89
HAWTHORN SUITES CARES ABOUT KIDS United States	Reg. No. 1,626,350	Reg. 12/4/90
STAY A LITTLE CLOSER TO HOME United States	Reg. No. 1,512,029	Reg. 11/8/88
TREE LOGO Canada	App. No. 579,955	Filed 3/13/87
HAWTHORN SUITES Canada	App. No. 579,986	Filed 3/13/87
THE SUITE OPPORTUNITY Canada	App. No. 579,979	Filed 3/13/87
HAWTHORN SUITES AND TREE LOGO Mexico	Reg. No. 426,084	Reg. 11/24/92

¹ Assignment from Hawthorn Suites Hotel Corporation to Hawthorn Suites Associates placed for recordal 11/18/86 and recorded on 11/24/86.