FORM PTO- 1618A Expires 06/30/99 OMB 0651-0027 01-04-1999





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Resubmission (Non-Recordation) Document ID # Correction of PTO Error Reel # Frame # Corrective Document Reel # Frame #	Security Agreement Nunc Pro Tunc Assignment Effective Date Month Day Year 11111998 Change of Name Other			
Conveying Party	Mark if additional names of conveying parties attached Execution Date			
Name Ulysses Cruises, Inc.	Month Day Year [11111998]			
Formerly				
Individual General Partnership Limited Partnership X Corporation Association				
Other				
X Citizenship/State of Incorporation/Organization Panama				
Receiving Party Mark if additional names of receiving parties attached				
Name Premier Operations Ltd.				
DBA/AKA/TA				
Composed of				
Address (line 1) 901 South America Way				
Address (line 2)				
Address (line 3) Miami	Florida 33132			
City State/Country Zip Code Individual General Partnership Limited Partnership X If document to be recorded is an assignment and the receiving party is				
X Corporation Association not domiciled in the United States, an appointment of a domestic				
Other	representative should be attached (Designation must be a separate document from Assignment.)			
X Citizenship/State of Incorporation/Organization Bermuda				
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Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments, Washington EWBARK

REEL: 1834 FRAME: 0089

FORM PTO- Expires 06/30/99 OMB 0651-0027	-1618B	Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK	
	Representative Name an	d Address Enter for the first F	Receiving Party only.	
Name	Alfred G. Smith, Esq.			
Address (line 1)	Shutts & Bowen, LLP			
Address (line 2)	1600 Miami Center			
Address (line 3)	201 South Biscayne Boulevrd			
Address (line 4)	Miami, Florida 33131			
Correspond	dent Name and Address	Area Code and Telephone Number (30	05) 358-6300	
Name	Alfred G. Smith, Esq.			
Address (line 1)	Shutts & Bowen, LLP			
Address (line 2) 1600 Miami Center				
Address (line 3) 201 South Biscayne Boulevrd				
Address (line 4)	Miami, Florida 33131			
Pages	Enter the total number of princluding any attachments	pages of the attached conveyance d	ocument # 4	
Trademark		or Registration Number(s)	Mark if additional numbers attached	
	• • • • • • • • • • • • • • • • • • • •	the Registration Number (DO NOT ENTER B		
Tra	demark Application Number	r(s) Regis	stration Number(s)	
		1726326	1694900 1731683	
		1731684	1476235	
Number of Properties Enter the total number of properties involved. # 05				
Fee Amour	nt Fee Amount	for Properties Listed (37 CFR 3.41)	\$ 140.00	
Method o		osed X Deposit Account	Ψ 140.00	
	payment by deposit account or if add	ditional fees can be charged to the account.) Deposit Account Number:	#	
		Authorization to charge additional fees:	Yes No	
Statement a	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 Charges to deposit account are authorized, as indicated herein.				
Alfred G. Smi	th, Esq.		11-11-98	
	e of Person Signing	Signature	Date Signed	

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DESIGNATION OF DOMESTIC REPRESENTATIVE

TRADEMARK

Reference: Trademark Assignment

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Premier Operations Ltd., a Bermuda company, hereby designates Alfred G. Smith, Esquire,

whose postal address is Shutts & Bowen LLP, 1600 Miami Center, 201 South Biscayne Boulevard,

Miami, Florida 33131, telephone number (305) 358-6300, as its Domestic Representative in the

United States upon whom notices or process in proceedings affecting any of its marks may be

served.

Respectfully submitted,

Senior Vice President and General Counsel

Premier Operations Ltd.

18 DEC . 1998
Date

MIA98 3688.1 - WLK

TRADEMARK ASSIGNMENT

WHEREAS, Ulysses Cruises, Inc., a Panama corporation, with its principal place of business at c/o Arias Fabrega & Fabrega; Edificio Bancomer Plaza, Piso 16, Calle 50, Panama ("Assignor"), has adopted, owns and is using the following trademarks for which Assignor owns the following identified federal registrations on the Principal Register of the United States Patent and Trademark Office for the goods and/or services identified therein (the "Marks"):

Trademark	Registration No.	Registration Date
Taking America Cruising	1726326	October 20, 1992
A Little More Private. A Lot More Style	1694900	June 16, 1992
Dolphin Cruise Line	1731683	November 10, 1992
Design Only	1731684	November 10, 1992
Dolphin Cruise Line	1476235	February 9, 1988

WHEREAS, Premier Operations Ltd., a Bermuda company, with a principal place of business at 901 South America Way, Miami, Florida 33132 ("Assignee"), desires to acquire the Marks and the above referenced registrations;

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

ULYSSES CRUISES, INC.

By: X - STENEBY

Title: Director

Effective Date: November , 1998

RECORDED: 12/24/1998

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TRADEMARK REEL: 1834 FRAME: 0092