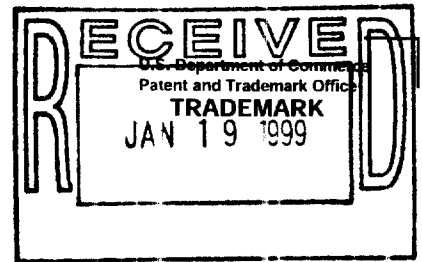


01-21-1999



100949221



**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

MCD 1-19-99

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
Effective Date: Month Day Year
08291998
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
01121999

Name Doubletree of Phoenix, Inc.

Formerly Doubletree, Inc.

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Promus Hospitality Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) 755 Crossover Lane

Address (line 2) _____

Address (line 3) Memphis

City

TN

State/Country

38117

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

01/21/1999 DNGUYEN 00000015 75544528

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 75.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20503

TRADEMARK
REEL: 1841 FRAME: 0913

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

(901) 374-5099

Name

Barbara Arnold

Address (line 1)

755 Crossover Lane

Address (line 2)

Memphis, TN 38117

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

3

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75/544528

75/517431

75/518145

75/517437

Number of Properties

Enter the total number of properties involved.

4

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 115.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

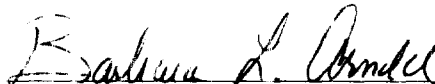
Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Barbara L. Arnold



1-15-99

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARKS

WHEREAS, DOUBLETREE OF PHOENIX, INC., a corporation duly organized and existing under the laws of the State of Delaware, currently having a principal place of business at 755 Crossover Lane, Memphis, Tennessee 38117 is the owner of certain trademarks and service marks set out and identified in Exhibit A attached hereto and has acquired goodwill associated with and symbolized by said marks; and

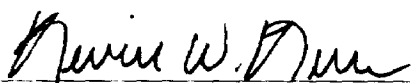
WHEREAS, DOUBLETREE OF PHOENIX, INC., a Delaware corporation, is the owner of applications relating to said marks in the United States Patent and Trademark Office;

WHEREAS, PROMUS HOSPITALITY CORPORATION, a corporation duly organized and existing under and by virtue of the laws of the State of Delaware, having a principal place of business at 755 Crossover Lane, Memphis, Tennessee 38117, is desirous of acquiring all of the right, title and interest in and to said marks and the applications thereof as of August 29, 1998 (the "Effective Date");

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, DOUBLETREE OF PHOENIX, INC. does hereby transfer and assign as of the Effective Date to PROMUS HOSPITALITY CORPORATION, a Delaware corporation, all of its right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks, and all causes of action for the infringement of such marks, and the applications listed in Exhibit A.

Assignor:

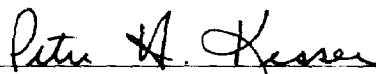
DOUBLETREE OF PHOENIX, INC.

By: 

Kevin W. Kern
Vice President

Assignee:

PROMUS HOSPITALITY CORPORATION

By: 

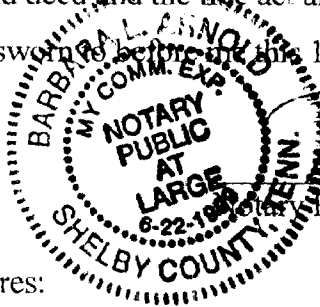
Peter H. Kesser
Vice President

NOTARIAL CERTIFICATE

STATE OF TENNESSEE)
)
COUNTY OF SHELBY)

Personally appeared before me the above named Kevin W. Kern, known or proved to me to be the same person who executed the foregoing instrument and to be a Vice President of DOUBLETREE OF PHOENIX, INC, and acknowledged to me that he executed the same as his free act and deed and the free act and deed of said corporation.

Subscribed and sworn to before me this 12th day of January, 1999.



Barbara L. Arnold

Notary Public

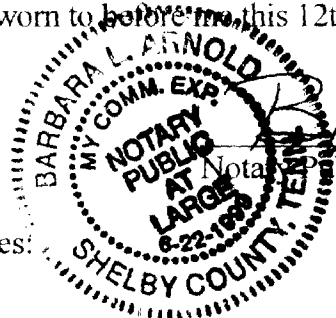
My Commission Expires:
6-22-99

NOTARIAL CERTIFICATE

STATE OF TENNESSEE)
)
COUNTY OF SHELBY)

Personally appeared before me the above named Peter H. Kesser, known or proved to me to be the same person who executed the foregoing instrument and to be a Vice President of PROMUS HOSPITALITY CORPORATION and acknowledged to me that he executed the same as his free act and deed and the free act and deed of said corporation.

Subscribed and sworn to before me this 12th day of January, 1999.



Barbara L. Arnold

Notary Public

My Commission Expires:
6-22-99

EXHIBIT A

SCHEDULE OF TRADEMARKS

<u>Description of Mark</u>	<u>Application Number</u>	<u>Application Date</u>
Doubletree Guest Suites (Design)	75/544528	08-28-1998
1-800-222-TREE (Block)	75/518145	07-03-1998
Twin Tree Design	75/517437	07-03-1998
Doubletree (Design)	75/517431	07-03-1998