

02-19-1999

Client Code: DOUBLTR.004T



100967177

VER SHEET ONLY

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): (If multiple assignors, list numerically)

Lexington Services Associates, Ltd.

- Individual
- Association
- General Partnership
- Limited Partnership: Texas
- Corporation - State
- Other:

Additional name(s) of conveying party(ies) attached?

- Yes No

2. Name and address of receiving party(ies):

Name: Doubletree Hotels Corporation

Internal Address:

Street Address: 410 North 44th St., Ste 700

City: Phoenix State: AZ ZIP: 85008

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation - State: Arizona
- 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) and address(es) attached?

- Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above)
Jan. 13, 1998

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

a. Trademark Application No(s):

b. Trademark Registration No(s):

1,332,521

Additional numbers attached? Yes No

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

Name: Joseph F. Jennings

KNOBBE, MARTENS, OLSON & BEAR, LLP

Internal Address: Sixteenth Floor

Street Address: 620 Newport Center Drive

City: Newport Beach State: CA ZIP: 92660

7. Total fee (37 CFR 3.41): \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of applications and registrations involved: 1

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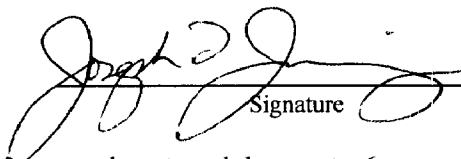
40.00 OP

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.

Joseph F. Jennings

Name of Person Signing


Signature

2/9/99

Date

Total number of pages, including cover sheet, attachments and document: 6

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

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

JFJ-5380:lb
012899

TRADEMARK
REEL: 1856 FRAME: 0177

COPY

SERVICE MARK ASSIGNMENT

BT
LEXINGTON SERVICES ASSOCIATES, LTD.

WHEREAS, ~~LEXINGTON SERVICES, LTD.~~ (hereafter "Assignor"), a Texas limited partnership, whose General Partner is Lexington Services Corporation, each having an address of 2120 Walnut Hill Lane, Suite 100, Irving, Texas 75038, adopted and used the service mark listed on Exhibit A, and is the owner of all right, title and interest in and to the service mark registration in the United States of America listed in Exhibit A; and

WHEREAS, DOUBLETREE HOTELS CORPORATION (hereafter "Assignee"), an Arizona corporation, having an address of 410 North 44th Street, Suite 700, Phoenix, Arizona 85008, desires to acquire all right, title and interest in and to the service mark and in and to the associated service mark registration set forth in Exhibit A attached hereto.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby grant, assign and set over to Assignee, its successors, assigns and legal representatives, the entire right, title and interest in and to the service mark and the associated registration listed in Exhibit A, together with the goodwill of the business symbolized by such mark and registration;

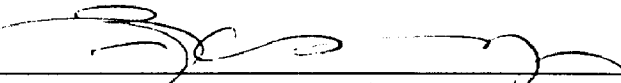
Assignor also assigns unto Assignee all claims for damages by reason of past infringement of such service mark, with the right to sue for and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns and other legal representatives.

IN WITNESS WHEREOF, the parties have caused their duly authorized representatives to execute this Service Mark Assignment on the dates and in the capacities shown below.



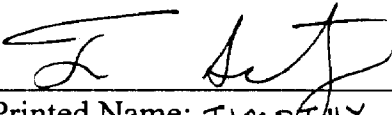
LEXINGTON SERVICES ASSOCIATES, LTD.
~~LEXINGTON SERVICES, LTD.~~

By: Lexington Services Corporation
Its: General Partner

By: 
Printed Name: ZOLON A. WILKINS, JR.
Title: Chairman

Date: 13 JAN 1998

DOUBLETREE HOTELS CORPORATION

By: 
Printed Name: TIMOTHY S. SCHANTZ
Title: V. P.

Date: 1-6-98

STATE OF TEXAS

§

COUNTY OF DALLAS

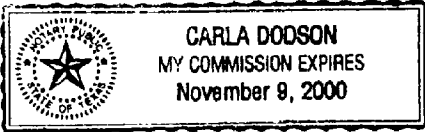
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On this 13th day of JANUARY, 1998, personally appeared before me ZOLON A. WILKINS, JR., to me known and known to me to be the Chairman of Lexington Services Corporation, General Partner of the Assignor above named, and acknowledged that he/she executed the foregoing assignment on behalf of said Assignor and pursuant to authority duly received.

Carla Dodson

Notary Public in and for
the State of TEXAS



Printed Notary Name
CARLA DODSON

My Commission Expires:
11-9-00

STATE OF ARIZONA

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COUNTY OF MARICOPA

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On this 6th day of JANUARY, 1998, personally appeared before me TIMOTHY S. SCHANTZ, to me known and known to me to be the VICE PRESIDENT of Doubletree Hotels Corporation, the Assignee above named, and acknowledged that he/she executed the foregoing assignment on behalf of said Assignee and pursuant to authority duly received.

Kathryn A. Wong

Notary Public in and for
the State of ARIZONA

Printed Notary Name
KATHRYN A. WONG

My Commission Expires:
11-19-98

EXHIBIT A

Registration No.

1,332,521

Registration Date

04/23/85

Mark

SUITE DREAMS