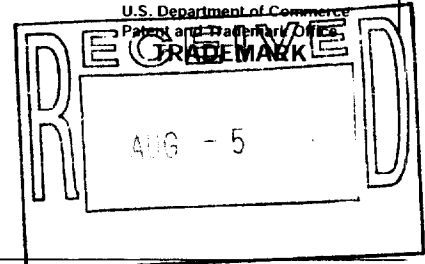


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TRADEMARKS ONLY

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
 - Merger Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
04 14 1999

Name Siecor Operations, LLC

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other Limited Liability Company
- Citizenship/State of Incorporation/Organization North Carolina

Receiving Party

Mark if additional names of receiving parties attached

Name Siecor Brands, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 103 Foulk Road

Address (line 2) Suite 278B

Address (line 3) Wilmington

DE/USA

19803

- 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.)

08/09/1999 MTHAI1 00000007 2219617

FOR OFFICE USE ONLY

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

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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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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

#

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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,219,617"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved.

#

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$

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.

K. McNeill Taylor, Jr.



8/3/99

Name of Person Signing

Signature

Date Signed

ASSIGNMENT

SIECOR OPERATIONS, LLC, a North Carolina limited liability company having offices at 489 Siecor Park, Hickory, North Carolina, 28603-0489 (the "Assignor"), for good and valuable consideration, the adequacy and receipt of which is hereby acknowledged, does hereby assign and transfer to SIECOR BRANDS, INC., a Delaware corporation having an office at 103 Foulk Road, Suite 278, Wilmington, Delaware, 19803 (the "Assignee"), subject to the conditions provided hereinafter, all right, title and interest of the Assignor in and to the following United States mark and related registration, together with the good will of the business symbolized by such mark, effective as of the Registration Date set forth beside the mark.

<u>Service Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
FREQUENT FIBER MILES	2,219,617	Jan. 19, 1999

The above assignment is made and shall be subject to any unexpired license previously granted by the Assignor, by an affiliated company of the Assignor, or by any predecessor in title of the Assignor, or retained by any predecessor in title to the Assignor, under the mark and related registration or application for registration therefor.

SIECOR OPERATIONS, LLC

By: Frank L. Boldon
Frank L. Boldon
Executive Vice President,
Chief Financial Officer

Date: April 14, 1999