

09-08-1999



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*MAD*  
*8/30/99*

RECORDATION FORM COVER SHEET  
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

Name  Execution Date  
Month Day Year

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

09/07/1999 DNGUYEN 00000320 75187148

01 FC:481 40.00 OP  
02 FC:482 325.00 OP

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

TRADEMARK  
REEL: 001954 FRAME: 0164

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

[Redacted Name]

Address (line 1)

[Redacted Address Line 1]

Address (line 2)

[Redacted Address Line 2]

Address (line 3)

[Redacted Address Line 3]

Address (line 4)

[Redacted Address Line 4]

Correspondent Name and Address

Area Code and Telephone Number

(215) 569-5798

Name

Michael J. Smith, Esquire

Address (line 1)

Blank Rome Comisky & McCauley LLP

Address (line 2)

One Logan Square

Address (line 3)

Philadelphia, PA 19103

Address (line 4)

[Redacted Address Line 4]

Pages

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

# 14

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)

75/187,148	75/125,547	
75/580,079	75/125,546	
75/125,549		

2,243,173	2,090,508	2,150,350
2,160,976	2,142,348	2,239,883
2,219,296	2,158,454	2,215,569

Number of Properties

Enter the total number of properties involved.

# 14

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 365.00

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:

# 02-2555

Authorization to charge additional fees:

Yes

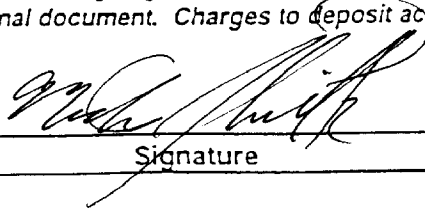
No

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.

Michael J. Smith

Name of Person Signing



Signature

August 26, 1999

Date Signed

# TRADEMARK/SERVICE MARK ASSIGNMENT

THIS ASSIGNMENT (the "Assignment") is made as of this 4 day of August, 1999, by and between Biztravel.com, Inc., a Delaware corporation, with an address at 220 East 23<sup>rd</sup> Street, New York, N.Y. 10010 ("ASSIGNOR"), and Newco Acquisition, Inc., a Delaware corporation, with an address at 2401 Walnut Street, Philadelphia, Pennsylvania 19103 ("ASSIGNEE").

WHEREAS, ASSIGNOR has adopted, used and is using all trademarks and service marks listed on Schedule A attached hereto and made a part hereof (collectively, the "Marks");

WHEREAS, ASSIGNEE is desirous of acquiring said trademarks and service marks in connection with a transaction involving the acquisition of all of the assets and assumption of all of the liabilities of Assignor and its subsidiaries pursuant to the terms and conditions set forth in the Asset Purchase Agreement ("Asset Purchase Agreement") dated as of July 2, 1999, by and among Assignor and its subsidiaries, Assignee, Rosenbluth International, Inc., a Pennsylvania corporation, BT Investments LLC, a Delaware limited liability corporation, and certain of Assignor's stockholders;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby sell, assign, transfer and set over to ASSIGNEE, its successors, legal representatives and assigns, all of ASSIGNOR'S right, title and interest in and to said Marks, and ASSIGNEE hereby agrees to accept all such right, title and interest with respect to said Marks, together with the goodwill of the business of Assignor symbolized by and associated with said Marks in accordance with the terms and conditions set forth in the Asset Purchase Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed as of the day and year first above written, intending to be legally bound.

NEWCO ACQUISITION, INC.

BIZTRAVEL.COM, INC.

By:  \_\_\_\_\_

Name: Hal F. Rosenbluth  
Title: Chief Executive Officer

By: \_\_\_\_\_

Name:  
Title:

## Schedule A

<b>MARK</b>	<b>REG. NO. (APP. NO.)</b>	<b>REG. DATE (APP. DATE)</b>
BIZCITYINFO	2,243,173	05/04/99
BIZRESERVATIONS	2,160,976	05/26/98
BIZTRAVEL.COM	2,219,296	01/19/99
BIZTRAVEL.COM	2,090,508	08/26/97
BIZTRAVEL.COM & Design	2,142,348	03/10/98
BIZTRAVEL.COM & Design	2,158,454	05/19/98
BIZTRAVELER	2,150,350	04/14/98
THE INTERNET COMPANY FOR FREQUENT BUSINESS TRAVELERS	2,239,883	05/13/99
THE INTERNET COMPANY FOR FREQUENT BUSINESS TRAVELERS	2,215,569	12/29/98
BIZMONEY	(75/187,148)	(10/24/96)
CALENDARIRECT	(75/580,079)	(10/30/98)
BIZTRAVEL.COM	(75/125,549)	(06/26/96)
BIZTRAVEL.COM	(75/125,547)	(06/26/96)
BIZTRAVEL.COM	(75/125,546)	(06/26/96)

Schedule A

<b>MARK</b>	<b>COUNTRY</b>	<b>REG. NO. (APP. NO.)</b>	<b>REG. DATE (APP. DATE)</b>
BIZTRAVEL.COM	Australia	714,128	10/10/97

Schedule A

<b>MARK</b>	<b>COUNTRY</b>	<b>REG. NO. (APP. NO.)</b>	<b>REG. DATE (APP. DATE)</b>
BIZTRAVEL.COM	Canada	(819,352)	(07/30/96)

Schedule A

<b>MARK</b>	<b>COUNTRY</b>	<b>REG. NO. (APP. NO.)</b>	<b>REG. DATE (APP. DATE)</b>
BIZTRAVEL.COM	China	1,137,891	12/21/97
BIZTRAVEL.COM	China	1,141,780	01/07/98

Schedule A

<b>MARK</b>	<b>COUNTRY</b>	<b>REG. NO. (APP. NO.)</b>	<b>REG. DATE (APP. DATE)</b>
BIZTRAVEL.COM	CTM	(316,547)	(07/31/96)



Schedule A

<b>MARK</b>	<b>COUNTRY</b>	<b>REG. NO. (APP. NO.)</b>	<b>REG. DATE (APP. DATE)</b>
BIZTRAVEL.COM	Hong Kong	(96/09338)	(07/30/96)

Schedule A

<b>MARK</b>	<b>COUNTRY</b>	<b>REG. NO. (APP. NO.)</b>	<b>REG. DATE (APP. DATE)</b>
BIZTRAVEL.COM	India	(728,814)	(08/26/96)

Schedule A

<b>MARK</b>	<b>COUNTRY</b>	<b>REG. NO. (APP. NO.)</b>	<b>REG. DATE (APP. DATE)</b>
BIZTRAVEL.COM	Japan	4,208,634	11/06/98

Schedule A

<b>MARK</b>	<b>COUNTRY</b>	<b>REG. NO. (APP. NO.)</b>	<b>REG. DATE (APP. DATE)</b>
BIZTRAVEL.COM	Mexico	552,332	08/07/96

Schedule A

<b>MARK</b>	<b>COUNTRY</b>	<b>REG. NO. (APP. NO.)</b>	<b>REG. DATE (APP. DATE)</b>
BIZTRAVEL.COM	Singapore	(S/8016/96)	(08/01/96)

Schedule A

<b>MARK</b>	<b>COUNTRY</b>	<b>REG. NO. (APP. NO.)</b>	<b>REG. DATE (APP. DATE)</b>
BIZTRAVEL.COM	South Korea	43563	07/07/98

Schedule A

<b>MARK</b>	<b>COUNTRY</b>	<b>REG. NO. (APP. NO.)</b>	<b>REG. DATE (APP. DATE)</b>
BIZTRAVEL.COM	Taiwan	92667	08/01/97

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