

09-15-1999



101145837

To the Honorable Commissioner of Patents and Trademarks: please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
American Express Travel One, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: American Express Company
Internal Address: 200 Vesey Street
City: New York State: NY ZIP: 10285

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State New York
 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) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 8, 1999

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark registration No.(s)
 1,573,888 2,152,770
 2,120,877

Additional numbers attached? Yes No

6. Total number of applications and registrations involved:

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: LEYDIG, VOIT & MAYER, LTD.
 Attention: Mark J. Liss, Esq.
 Internal Address: [Case No.]

Street Address: 180 North Stetson
 Two Prudential Plaza, Suite 4900
 City: Chicago State: IL ZIP: 60601

7. Total Fee (37 CFR 3.41) \$ 90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 12-1216
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Mark J. Liss 9-7-99
 Name of Person Signing Signature Date

09/13/1999 NTHA11 00000262 1573888

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

01 FC:481 40.00 CP
02 FC:482 Mail 56.00

Documents to be recorded with required cover sheet information to:

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

TRADEMARK ASSIGNMENT

WHEREAS, American Express Travel One, Inc., a Delaware corporation, located at 200 Vesey Street, New York, New York 10285, is the owner of all right, title and interest in and to all trademarks listed on the attached schedule (hereinafter referred to as the Trademarks), registered in the United States Patent and Trademark Office; and


WHEREAS, American Express Company, a New York corporation, located at American Express Tower, 200 Vesey Street, New York, New York 10285 is desirous of acquiring the entire right, title and interest in and to the Trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, American Express Travel One, Inc. does hereby assign and transfer unto American Express Company all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks.

Dated: July 8, 1999

**AMERICAN EXPRESS
TRAVEL ONE, INC.**

By: _____


Stephen P Norman
Secretary

SCHEDULE A

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
TRAVEL ONE and Design	1573888	12/26/89
TRAVEL ONE	2120877	12/16/97
EXPENSEONE	2152770	4/21/98