



101145839

Handwritten: JED
9/10/99

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

1. Name of conveying party(ies):
Cherry Hill Travel Agency, Inc.

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

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

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

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 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: November 12, 1998

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

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:

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

6. Total number of applications and registrations involved: 3

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

09/13/1999 NTHA11 00000260 1573888 Total number of pages including cover sheet, attachments, and document: 3

01 FC:481 40.00-00
02 FC:482 50.00-00
Mail documents to be recorded with required cover sheet information to:

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

ASSIGNMENT OF UNITED STATES SERVICE MARKS

AND REGISTRATIONS


WHEREAS, CHERRY HILL TRAVEL AGENCY, INC., a corporation organized and existing under the laws of the State of New Jersey ("Assignor"), having an office at 921 Pleasant Valley Avenue, Mount Laurel, New Jersey 08054, is the registrant for those certain service marks which are the subject of the United States Service Mark Registrations identified on Schedule A hereto; and

WHEREAS, American Express Travel One, Inc., a corporation organized and existing under the laws of the State of Delaware ("Assignee"), having its principal office at 200 Vesey Street, New York, New York 10285 is desirous of acquiring said service marks and the registrations thereof;

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, Assignor has sold, assigned and transferred, and by these presents does hereby sell, assign and transfer unto Assignee, its successors, assigns or other legal representatives, its entire right, title and interest, including common law rights, in and to said service marks and the registrations thereof, together with the goodwill of the business in connection with which the service marks are used and the right to sue for and collect damages for past infringement of said service marks.

caused this instrument to be signed by a duly authorized officer.


CHERRY HILL TRAVEL AGENCY, INC.

By: 
Name: Scott Tark
Title: E.N.P. A.C.O.O.

Dated: November 12, 1998

STATE OF NJ)
 : ss.:
COUNTY OF Burlington

On this 12 day of November, 1998, before me personally
came Scott Tark to me known, who being by me duly sworn, did depose and say that
(s)he resides at Bryn Mawr PA; that (s)he is the E.N.P. A.C.O.O. of CHERRY HILL TRAVEL
AGENCY, INC., the corporation described in and which executed the foregoing instrument, as
Assignor; that (s)he executed the foregoing instrument by order of the Board of Directors of said
corporation.


Notary Public

**COLLEEN M. MULDOON
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES FEB. 2, 2003**

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