01-04-2000

9. Statement and signature.

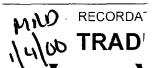
of the original document.

Name of Person Signing

Francine Nienow

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U.S. Patent & TMOfc/TM Mail Ropt Dt. #47



## 01-10-2000

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Docket No.:

57455-7006

To the Honorable Commissioner of Patents and Trademarks:	Please record in inal documents or copy thereof.		
Name of conveying party(ies):	Name and address of receiving party(ies):		
Swain Travel Services, Inc.			
	Name: Far & Wide Travel Corporation		
	Internal Address:		
☐ Individual(s) ☐ Association	Street Address: 80 S.W. 8th Street, Suite 2601		
☐ General Partnership ☐ Limited Partnership	City: Miami State: FL ZIP: 33130		
☑ Corporation-State Pennsylvania			
Cother	☐ Individual(s) citizenship		
Additional names(s) of conveying party(ies)	Association		
3. Nature of conveyance:	General Partnership		
·	<ul><li>☐ Limited Partnership</li><li>☒ Corporation-State <u>Delaware</u></li></ul>		
<ul><li>✓ Assignment</li><li>✓ Merger</li><li>✓ Change of Name</li></ul>	Other		
Other	If assignee is not domiciled in the United States, a domestic		
	designation is		
Execution Date: <u>December 24, 1999</u>	(Designations must be a separate document from		
	Additional name(s) & address(es)		
4. Application number(s) or registration numbers(s):			
A. Trademark Application No.(s)	B. Trademark Registration No.(s)		
75/515,275 75/515,429	2,114,909 1,930,635 1,975,220		
	1,625,248 1,625,247		
	1		
Additional numbers	⊠ Yes ☐ No		
5. Name and address of party to whom correspondence	6. Total number of applications and		
concerning document should be mailed:	registrations involved:		
Nome: Daneld C Changeton For			
Name: Donald S. Showalter, Esq.	7. Total fee (37 CFR 3.41):		
Internal Address: Holland & Knight LLP	1		
	⊠ Enclosed (		
	☐ Authorized to be charged to deposit account		
Ctroot Address: One Foot Proceed Plant	8. Deposit account number:		
Street Address: One East Broward Blvd.			
Suite 1300			
City: Fort Lauderdale State: FL ZIP: 33301			
DO NOT USE THIS SPACE			

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy

Total number of pages including cover sheet, attachments, and IRADE/IARK

REFL: 002008 FRAME

Signature

## **EXHIBIT A**

	MARK	REGISTRATION/APPLICATION
1.	SWAIN AFRICA TOURS and Design	U.S. Application Serial No. 75/515,275 Filed 7-8-98
2.	SWAIN AFRICA TOURS	U.S. Application Serial No. 75/515,429 Filed 7-8-98
3.	DOWNUNDER DIRECT	U.S. Registration No. 2,114,909
4.	DOWNUNDER DIRECT and Design	U.S. Registration No. 1,930,635
5.	SWAIN	U.S. Registration No. 1,975,220
6.	SWAIN AUSTRALIA TOURS and Design	U.S. Registration No. 1,625,248
7.	SWAIN AUSTRALIA TOURS	U.S. Registration No. 1,625,247

## $\underline{TRADENAME}$

- 1. Swain Australia Tours
- 2. Swain Asia Tours
- 3. Swain World Cruises
- 4. DownUnder Direct
- 5. Swain Travel

FTL1 #460318 v1

TRADEMARK
REEL: 002008 FRAME: 0351

## NUNC PRO TUNC ASSIGNMENT OF MARKS AND REGISTRATIONS

WHEREAS, Swain Travel Services, Inc., a Pennsylvania corporation, having a place of business at 6 West Lancaster Avenue, Ardmore, Pennsylvania 19003 (hereinafter "Assignor"), is the owner of all worldwide right, title and interest in and to each of the tradenames and marks identified on attached Exhibit A (said tradenames and marks hereinafter collectively "The Marks") together with all goodwill of the business symbolized by The Marks and each of the U.S., state and/or foreign registrations and/or applications for registration identified in attached Exhibit A (hereinafter "The Registrations"); and

WHEREAS, Far & Wide Travel Corporation, a Delaware corporation, having a place of business at 80 S.W. 8th Street, Suite 2601, Miami, FL 33130-3097 (hereinafter "Assignee") is desirous of acquiring the entire worldwide right, title and interest in, to and under The Registrations, The Marks, and the goodwill of the business symbolized by The Marks;

NOW, THEREFORE, in consideration of the sum of One U.S. Dollar (\$1.00) and other good and valuable consideration, the receipt, sufficiency and reasonably equivalent value of which are hereby mutually acknowledged, Assignor covenants to and hereby does irrevocably sell, assign, transfer and convey unto Assignee, its successors and assigns, nunc pro tunc effective as of March 30, 1999, all worldwide right, title and interest in and to: (a) The Marks and all goodwill of the business symbolized by The Marks; (b) any and all registrations of The Marks, whether state, federal or foreign including without limitation The Registrations set forth in attached Exhibit A; (c) any and all applications to register The Marks, whether state, federal or foreign, including without limitation those set forth in attached Exhibit A; (d) all common law rights in, to and under The Marks; (e) any and all other rights in, to and under The Marks including without limitation any and all rights to royalties, profits, compensations, license fees or other

TRADEMARK
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payments or remuneration of any kind relating to The Marks and/or the goodwill of the business symbolized by The Marks; and (f) all claims or causes of action Assignor has or may have in connection with The Marks, including, but not limited to, the right to sue and recover damages for any and all past infringements of The Marks.

FURTHER, Assignor hereby covenants that it has full right to convey the entire interest herein assigned, that it has not executed, and will not execute. any instruments or agreements inconsistent herewith and that its undersigned representative is possessed of both the capacity and authority to execute and deliver this instrument on behalf of Assignor.

AND FURTHER, attached Exhibit A is hereby expressly incorporated herein by reference in its entirety to form part of this instrument.

WITNESSETH my hand this 21 day of DERVINGER, 2000.

SWAIN TRAVEL SERVICES, INC.

STATE OF PENNSYLVANIA

) SS:

COUNTY OF MONTGOMERS

I HEREBY certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Ian Swain, the President of Swain Travel Services, Inc. who is personally known to me/who produced

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RECORDED: 01/04/2000

as identification.

WITNESSETH my hand and official seal in the County and State last aforesaid this 244 day of deember

> NOTARIAL SEAL DOROTHY D. BARBOUR, Notary Public

TRADEMARK REEL: 002008 FRAME: 0353