

11/15/00

01-15-2000

U.S. Patent & TMO/TM Mail Rcpt

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To the Honorable

...al documents or copy thereof.

<p>1. Name of conveying party(ies): TravelCenters of America, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation- <input type="checkbox"/> Other _____</p> <p>Additional names of conveying party(ies) attached? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Travel Port Systems, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: _____ <u>103 Foulk Road, Suite 200</u> City <u>Wilmington</u> State <u>Delaware</u> Zip <u>19803</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input type="checkbox"/> Other _____</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p>
<p>3. Nature of Conveyance</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>December 29, 1999</u></p>	

4. Application number(s) or patent number(s): **SEE EXHIBIT A**

A. Trademark Application No(s) _____ ; B. Trademark Registration No(s) _____

Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Jeanne E. Longmuir, Esq. Calfee, Halter & Griswold LLP 800 Superior Avenue - Suite 1400 Cleveland, Ohio 44114-2688</p>	<p>6. Total number of applications and registrations involved: <u>30</u></p> <p>7. Total fee (37 CFR 3.41): <u>\$765.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Total Fee Due <input checked="" type="checkbox"/> Any deficiencies in the enclosed fees.</p> <p>8. Deposit account number: <u>03-0172</u> <input checked="" type="checkbox"/> The Commissioner is hereby authorized to charge our deposit account for any deficiencies in the enclosed fees.</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
<p>CERTIFICATE OF MAILING</p> <p>Date : January 10, 2000</p> <p>I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope with sufficient postage addressed to: Assistant Commissioner for Trademarks, Assignment Branch, 2900 Crystal Drive, Arlington, Va., 22202-3513.</p> <p><u>Jeanne E. Longmuir</u> (Typed or Printed Name)</p> <p><u>[Signature]</u> (Signature)</p>	

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.

Jeanne E. Longmuir [Signature]
Name of Person Signing Signature

Date Jan 10/2000
Total number of pages comprising transmittal 1

02/11/2000 TTON11 00000239 030172 1241636

01 FC:481 40.00 CH
02 FC:482 725.00 CH

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EXHIBIT A

<u>Mark</u>	<u>Serial No.</u>	<u>Registration No.</u>
B BAR B RANCH (Stylized)	73/376,208	1,241,636
BUCKHORN FAMILY RESTAURANT	75/282,268	
BURNSAHOL	73/320,886	1,194,181
COUNTRY PRIDE	538,533	1,497,166
COUNTRY PRIDE & DESIGN	74/405,058	1,962,627
DIGGER O'DELL'S	73/320,960	1,236,806
EXPRESS LANE	74/263,602	1,796,524
EZ PAY	75/579,992	
KING OF THE ROAD	73/466,430	1,379,114
LOYAL FUELER	74/612,537	2,000,692
MRS. B'S	74/231,573	1,780,908
POW-R-SURGE	73/332,240	1,253,361
PRONTO! PAY	75/250,707	
ROAD KING	72/185,935	781,013
ROAD KING DRIVER'S CLUB	73/466,674	1,369,595
SERVICE MAKES THE DIFFERENCE	75/227,745	2,203,232
SUPER CLEAR	74/721,972	2,106,032

<u>Mark</u>	<u>Serial No.</u>	<u>Registration No.</u>
TA & DESIGN	191,385	1,167,657
TA AND DESIGN	73/694,076	1,490,220
TA EXPRESS	74/466,119	1,917,096
TA TRAVEL CENTER	75/345,368	
TA TRAVELCENTERS OF AMERICA	75/345,369	
TABB	74/627,844	2,201,614
TABB LOYAL FUELER	74/627,843	2,046,411
TRAVEL BANK	74/451,977	1,912,741
TRAVEL PORT EXPRESS	74/647,508	2,032,834
TRAVELBANK AND DESIGN	74/463,925	2,012,224
TRAVELPORT	74/160,181	1,779,390
TRUCKERS BLEND	73/826,859	1,609,977
TRUCKSTOPS OF AMERICA	73/072,141	1,061,848

TRADEMARK ASSIGNMENT

This is an Assignment by TravelCenters of America, Inc. ("ASSIGNOR"), to Travel Port Systems, Inc. ("ASSIGNEE"), effective as of December 31, 1999.

WHEREAS, ASSIGNOR is the owner of the trademarks and the registrations therefor listed in Schedule A (the "MARKS").

WHEREAS, ASSIGNEE is desirous of acquiring all right, title and interest in and to the MARKS as set forth and described in the registrations therefor listed in Schedule A, as well as the registrations listed in Schedule A.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all right, title and interest in and to the MARKS together with the goodwill of the business symbolized by the MARKS and all registrations therefor.

"ASSIGNOR"

TravelCenters of America, Inc.

By: [Signature]
Name: James W. George
Title: SR VP & CFO
Date: 12/29/99

State of Ohio)
) ss.
County of Cuyahoga)

Before me, a Notary Public in and for said County and State, personally appeared James W. George, who acknowledged himself to be the SR VP & CFO of TravelCenters of America, Inc., and that he, as SR VP & CFO, being authorized to do so, executed the foregoing instrument for the purposes and considerations therein expressed, on behalf of and in the name of said corporation.

Given under my hand and seal of office this 29th day of December, 1999.

[Signature]
Notary Public

STEVEN C. LEE, ATTORNEY AT LAW
NOTARY PUBLIC - State of Ohio
My Commission Has No Expiration Date
Section 147.03 R.C.