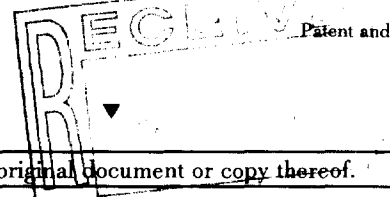


(Rev. 6-9 3)
Trademark Office



3.28.00

101338471

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

1. Name of conveying party(ies):

OGDEN LEISURE, INC.

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

Delaware

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

2. Name and address of receiving party(ies)

Name: OGDEN CORPORATION

Internal Address: Two Pennsylvania Plaze

Street Address: _____

City: New York State: PA Zip: 10121

- 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: February 25, 2000

4. Application number(s) or registration number(s):

A) Trademark Application No.(s)

B) Trademark Registration No.(s)

1,333,434

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning documents should be mailed:

CAESAR, RIVISE, BERNSTEIN,
COHEN & POKOTILOW, LTD.
Attn: Alan H. Bernstein, Esq.
12th Floor - 7 Penn Center
1635 Market Street; Philadelphia, PA 19103-2212

6. Total number of applications and registrations involved..... 1

7. Total fee (37 CFR 3.41)..... \$ 40.00
 Authorized to Charge to Deposit Account No. 03-0075 (duplicate attached)

DO NOT USE THIS SPACE

8. 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.

Alan H. Bernstein

Name of Person Signing

Signature

3/22/00
Date

04/27/2000 TT011 00000249 030075 1333434

01 FC:481

40.00 CH

Total number of pages including cover sheet, attachments and document: 5

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks; Box Assignments; Washington DC 20231

TRADEMARK ASSIGNMENT

WHEREAS, OGDEN LEISURE, INC., a corporation organized and existing under the laws of the State of Delaware, and doing business at Two Pennsylvania Plaza, New York, New York 10121, (hereinafter called the "Assignor"), had adopted, used, and is using a certain mark which is the subject of a registration in the United States and foreign countries, as shown in the attached Schedule of Trademarks;

WHEREAS, OGDEN CORPORATION, a corporation organized and existing under the laws of the State of Delaware, whose principal office and place of business is Two Pennsylvania Plaza, New York, New York 10121, (hereinafter called the "Assignee"), is desirous of purchasing the trademark and the registration listed in the attached Schedule of Trademarks, and the goodwill underlying said trademark;

NOW, THEREFORE, for good and valuable consideration receipt of which is hereby acknowledged, the Assignor does hereby assign to the Assignee all of its rights, title and interest in and to the trademark, together with the goodwill of the business symbolized by the mark, and the registration thereof;

THAT this Assignment is being executed now in order to clarify the ownership of the aforementioned registration and to confirm that the Assignor did assign to the Assignee all rights, title and interest in and to the mark, together with the good will

SCHEDULE OF TRADEMARKS

UNITED STATES TRADEMARK REGISTRATIONS

REGISTRATION NO.

TRADEMARK

1,333.434

OGDEN