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REGISTRATION FORM COVER SHEET
TRADEMARKS ONLY

6-22-00

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

<p>1. Name of conveying party(ies): TA Operating Corporation</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State of Delaware <input type="checkbox"/> Other _____</p> <p>Additional names of conveying party(ies) attached? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p> <hr/> <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>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>TravelCenters of America, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>24601 Center Ridge Road, Suite 200</u> City <u>Westlake</u> State <u>Ohio</u> Zip: <u>44145</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p>
<p>4. Application number(s) or patent number(s): SEE EXHIBIT A</p> <p>A. Trademark Application No(s). B. Trademark Registration No(s).</p> <p style="text-align: right;">75282268</p> <p>Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p style="text-align: center;">Jeanne E. Longmuir, Esq. Calfee, Halter & Griswold LLP 800 Superior Avenue, Suite 1400 Cleveland, Ohio 44114-2688</p> <hr/> <p>CERTIFICATE OF MAILING Date: <u>June 20, 2000</u></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, 2900 Crystal Drive, Arlington, Va., 22202-3513.</p> <p><u>George R. Hoskins</u> (Typed or Printed Name) <u>George R. Hoskins</u> (Signature)</p>	<p>6. Total number of applications and registrations involved: <u>4</u></p> <hr/> <p>7. Total fee (37 CFR 3.41): \$ <u>115.00</u></p> <p><input checked="" 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> <hr/> <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>DO NOT USE THIS SPACE</p>	
<p>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.</p> <p><u>J E L</u> Signature</p> <p><u>6/20/00</u> Date</p> <p>Total number of pages comprising transmittal: <u>2</u></p>	

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EXHIBIT A

<u>Mark</u>	<u>Serial No.</u>	<u>Registration No.</u>
BUCKHORN FAMILY RESTAURANT	75/282,268	n/a
SUPER CLEAR	74/721,972	2,106,032
TRAVELPORT	74/160,181	1,779,390
TRAVELPORT EXPRESS	74/647,508	2,032,834

SCHEDULE A

<u>State/Country</u>	<u>Mark</u>	<u>Serial No./Registration No.</u>	
Indiana	TRAVEL PORT	5010-1376	5010-1376
Nebraska	BINGO TRUCK STOP	NE3000002624	873,292
New Jersey	TRAVEL PORT		
New York	TRAVEL PORT		S-13047
North Carolina	TRAVEL PORT	T-10,091	T-10,091
Oregon	BURNSAHOL	OR3000001944	T13255
Pennsylvania	TRAVEL PORT		2,077,590
South Carolina	TRAVEL PORT		
United States	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

<u>State/Country</u>	<u>Mark</u>	<u>Serial No./Registration No.</u>	
United States (cont')	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	74/721,979	2,106,032
	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