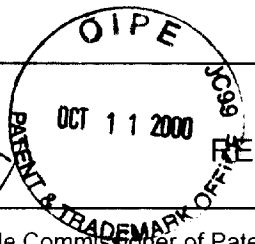


11-24-2000

DEPARTMENT OF COMMERCE  
Patent and Trademark Office



101527107

Attorney Docket No. 7099.1474

RECORDATI  
TRA

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

1. Name(s) of conveying party(ies):

Preview Travel, Inc.

- Individual(s)
- General Partnership
- Corporation of Delaware
- Association
- Limited Partnership

Other: \_\_\_\_\_

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name

Other: \_\_\_\_\_

Execution Date: March 8, 2000

2. Name(s) and address(es) of receiving party(ies):

Name: Travelocity.com LP

Address: 4255 Amon Carter Boulevard, MD4204  
Fort Worth, Texas 76155

- Individual(s)
- Association
- General Partnership
- Limited Partnership of Delaware
- Corporation
- Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

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

A. Trademark Application No. (s)

75/530,014

B. Trademark Registration No.(s)

1,434,512; 1,521,297; 2,093,791; 2,137,566; 2,156,928;  
2,171,709

Additional numbers attached?  Yes  No

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

Name: Lynn M. Jordan

Address: Finnegan, Henderson, Farabow,

Garrett & Dunner, L.L.P.

1300 I Street, N.W.

Washington, D.C. 20005-3315

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41): \$ 190.00

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

8. Deposit account number:

06-0916

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.

Lynn M. Jordan  
Name of Person Signing

Lynn M Jordan  
Signature

October 11, 2000  
Date

Total number of pages including cover sheet, attachments, and document: 3

**NUNC PRO TUNC ASSIGNMENT**

Preview Travel, Inc. a Delaware corporation with its principal place of business at 747 Front Street, San Francisco, California 94111 ("Assignor"), is the record owner of the marks identified in Exhibit A and of the U.S. trademark registrations and applications therefor ("the Trademarks").

On approximately March 8, 2000, Travelocity.com LP, a Delaware Limited Partnership with its principal place of business at 4255 Amon Carter Boulevard, MD 4204, Fort Worth, Texas 76155 ("Assignee"), acquired the Trademarks from Assignor. Assignee is the owner in fact of the Trademarks and the parties desire to reflect this fact in the records of the U.S. Patent and Trademark Office.

In consideration of the foregoing and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns nunc pro tunc as of March 8, 2000 to Assignee all its right, title, and interest in and to the Trademarks, together with the goodwill of the business associated with the Trademarks, and the right to sue and recover for past infringements, dilution, and other violations.

The Commissioner is requested to issue the certificate of registration for the mark FARE ALERT (Application Ser. No. 75/530,014) to Assignee.

PREVIEW TRAVEL, INC.

By: 

Name: Jim Horenthal

Title: Chairman

Date: March 8, 2000

**EXHIBIT A**

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
PREVIEW MEDIA	1,434,512	March 31, 1987
RENDEZVOUS	1,521,297	January 17, 1989
TRAVEL UPDATE	2,093,791	September 2, 1997
PREVIEW TRAVEL	2,137,566	February 17, 1998
FAREFINDER	2,156,928	May 12, 1998
PREVIEW TRAVEL (Stylized)	2,171,709	July 7, 1998

<u>MARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
FARE ALERT	75/530,014	August 3, 1998