

12-26-2000



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12-4-00

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

12/21/2000 DNGUYEN 00000425 1922492

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40.00 DP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231
TRADEMARK

REEL: 002199 FRAME: 0001

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1,922,492"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

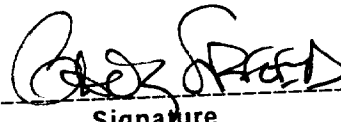
Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Gary N. Speed



10/18/2000

Name of Person Signing

Signature

Date Signed

Trademark Assignment

WHEREAS, D-FW Tours, Inc. (Texas Corporation) ("ASSIGNOR") has adopted and is using the mark GET UP 'N GO VACATIONS to identify "travel agency services namely making reservations and booking for transportation" in Int'l Cl. 39 (U.S. Cls. 101 & 107) and for "travel agency services, namely making reservations and booking for temporary lodging" in Int'l Cl. 42 (U.S. Cls. 100 & 103) and has obtained U.S. Reg. 1,922,492 (issued September 26, 1995, a copy of which is attached as Exhibit A) (the "Assigned Mark"); and

WHEREAS, Fairfield Communities, Inc. ("ASSIGNEE") is desirous of acquiring said assigned Mark and the business and goodwill appurtenant thereto;

NOW, THEREFORE, for and in consideration of the sum of Ten Dollars (\$10.00) paid by ASSIGNEE to ASSIGNOR, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does grant, sell, assign and transfer unto ASSIGNEE, its successors and assigns, its entire worldwide right, title and interest in and to the aforesaid Assigned Mark as a trademark and service mark, including any registrations and applications for registrations thereof, together with the goodwill of the business of ASSIGNOR in connection with which the Assigned Mark is used.

IN WITNESS WHEREOF, the ASSIGNOR has caused this Agreement to be executed as of this 28 day of ^{August} ~~April~~, 2000.

ASSIGNOR
D-FW TOURS, INC. (Texas Corporation)

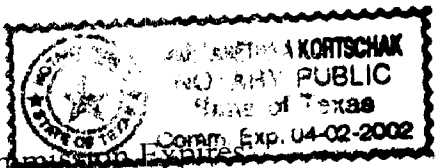
By: W. Pedlar
Title: Chief Operating Officer
Date: 8/23/00

ACKNOWLEDGMENT

STATE OF TEXAS)
) ss
COUNTY OF DALLAS)

On this 28 day of ^{AUGUST} ~~April~~, 2000, before me personally appeared WILLIAM
PEDLAR to me known, who being by me duly sworn did depose and said that he is the
COO of ("ASSIGNOR") which executed the above instrument; and that
he signed the above instrument by authority of said corporation.

Marcia A. Kortschak
Notary Public



My Comm. Expires

Int. Cls.: 39 and 42

Prior U.S. Cls.: 100, 101, 103 and 107

United States Patent and Trademark Office

Reg. No. 1,922,492

Registered Sep. 26, 1995

**SERVICE MARK
PRINCIPAL REGISTER**

GET UP 'N GO VACATIONS

D-FW TOURS, INC. (TEXAS CORPORATION)
7616 LBJ FREEWAY
SUITE 524
DALLAS, TX 75251

FOR: TRAVEL AGENCY SERVICES,
NAMELY MAKING RESERVATIONS AND
BOOKING FOR TRANSPORTATION, IN CLASS
39 (U.S. CLS. 101 AND 107).

FIRST USE 8-0-1993; IN COMMERCE
8-0-1993.

FOR: TRAVEL AGENCY SERVICES,
NAMELY MAKING RESERVATIONS AND

BOOKING FOR TEMPORARY LODGING, IN
CLASS 42 (U.S. CLS. 100 AND 103).

FIRST USE 8-0-1993; IN COMMERCE
8-0-1993.

NO CLAIM IS MADE TO THE EXCLUSIVE
RIGHT TO USE "VACATIONS", APART FROM
THE MARK AS SHOWN.

SER. NO. 74-528,219, FILED 5-20-1994.

SARAH LEE, EXAMINING ATTORNEY

