

12-29-2000

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



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12-12-00

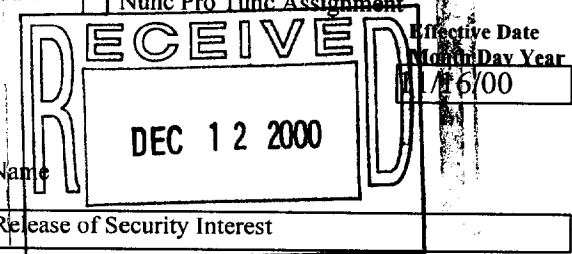
TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

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

Conveyance Type

- Assignment License
- Security Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other Release of Security Interest



Conveying Party

Mark if additional names of conveying parties attached

Name Heller Financial, Inc., as Agent

Execution Date
Month Day Year

11/16/00

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Lakeland Tours, LLC

DBA/AKA/TA

Composed of

Address (line 1) 2000 Holiday Drive

Address (line 2)

Address (line 3) Charlottesville Virginia 22901
City State/Country Zip Code

- Individual General Partnership Limited Partnership Association
- Corporation Association
- Other

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.)

Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

12/28/2000 GTON11

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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
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REEL: 002202 FRAME: 0608

Domestic Representative Name and Address

Enter for the first Receiving Party Only.

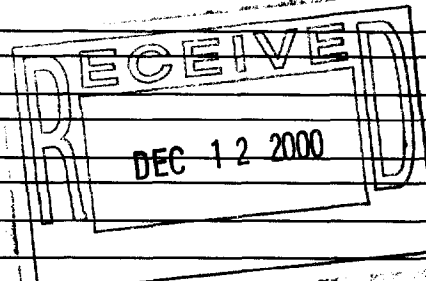
Name N/A

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)



Correspondent Name and Address

Area Code and Telephone Number (919) 286-8000

Name Steven D. Thomas

Address (line 1) Moore & Van Allen, PLLC

Address (line 2) 2200 West Main Street

Address (line 3) Suite 800

Address (line 4) Durham, North Carolina 27705

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 2

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)

			<u>2,149,853</u>		

Number of Properties Enter the total number of properties involved. # 1

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

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: # 13-4365
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.

Steven D. Thomas
Name of Person Signing

Steven D. Thomas
Signature

December 7, 2000
Date Signed

RELEASE

This Release granted on this 16th day of November, 2000, by HELLER FINANCIAL, INC., as Agent ("Agent") to Lakeland Tours, LLC, a Delaware limited liability company, ("Assignor"), as follows:

WITNESSETH

WHEREAS, the Assignor has heretofore granted to the Agent a Security Interest in certain U.S. trademarks, trademark registrations, trademark applications, trade names and service marks and trademark licenses (the "Marks") more particularly set forth on Schedule A attached hereto to secure the Obligations of the Assignor as defined in the Assignment for Security of Trademarks between the parties dated November 3, 1998 (the "Assignment"); and

WHEREAS, the Agent wishes to release and restore all right, title and interest in and to the Marks to the Assignor and to dissolve any and all Liens and encumbrances respecting the Marks shown on the attached Schedule A hereto.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Agent hereby releases, discharges, quit claims and relinquishes unto the Assignor any and all right, title and interest in and to the Marks, and more particularly the security interest in the trademarks, trademark registrations, trademark applications, trade names and service marks and trademark licenses set forth on Schedule A hereto granted to the Agent by the Assignor by the Assignment.

IN WITNESS WHEREOF, the undersigned, by and through its authorized officer, has caused this instrument to be executed under seal on the date first written above.

Dated: November 16, 2000

HELLER FINANCIAL, INC., as Agent

By: X Kelli C. Marti
Name: Kelli C. Marti
Title: AVP

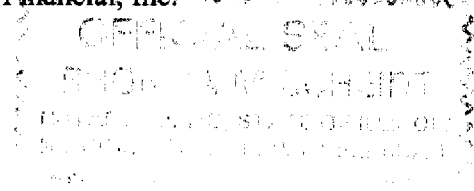
[SEAL]

State of Illinois)
) ss.
County of Cook)

On this 16th day of November, 2000, before me personally appeared KELLI MARTI, to me known who, being by me duly sworn, did depose and say that (s)he is a VICE PRES. of Heller Financial, Inc., described herein and which executed the foregoing instrument and that (s)he signed his name thereto pursuant to the authority granted by Heller Financial, Inc.

Rhonda M. Scheidt
Notary Public

My Commission Expires: 2-5-01



SCHEDULE A
ASSIGNMENT FOR SECURITY OF TRADEMARKS

Lakeland Tours, LLC

Reel/Frame: 1823/0428

Recordation: 12/4/98

TRADEMARK REGISTRATIONS

<u>Mark</u>	<u>Registration No.</u>	<u>Date</u>
American High School Theatre Festival	2,149,853	April 7, 1998