

01-29-2001

Form PTO-1594
1-31-92

1-16-01



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Honorable Commissioner of Pa

ted original documents or copy thereof.

1. Name of conveying party(ies):

Pannell-Christ Incorporated

- Individuals
- General Partnership -
- Corporation - State: Indiana
- Other -
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Interest
- Other
- Merger
- Change of Name

Execution Date: December 29, 2000

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

Name: priceline.com Incorporated

Internal Address: _____

Street Address: 800 Connecticut Avenue

City: Norwalk State: Connecticut Zip Code: 06854

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership - _____
- Corporation - 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

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

A. Trademark Application No.(s)

Trademark Registration No.(s)\

2,313,827

Additional numbers attached? Yes No

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

Name: Brian Jaenicke, Legal Assistant

Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas

City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved

1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account (in case of deficiency)

8. Deposit account number:

23-1705 (in case of deficiency)

(Attach duplicate copy of this page if paying by deposit account)

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.

Brian T. Jaenicke
Name of Person Signing

Brian T. Jaenicke
Signature

1/16/01
Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

**Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231**

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

ASSIGNMENT AGREEMENT

WHEREAS, PANNELL-CHRIST INCORPORATED ("Pannell-Christ"), a corporation organized under the laws of the State of Indiana with its principal place of business at 5790 Annandale Drive, Carmel, Indiana 46033, acquired the following trademark registration which is filed in the United States Patent and Trademark Office:

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Class</u>
NAME YOUR PRICE!	2,313,827	February 1, 2000	041

WHEREAS, PRICELINE.COM INCORPORATED ("priceline"), a corporation organized under the laws of the State of Delaware with its principal place of business at 800 Connecticut Avenue, Norwalk, Connecticut 06854 is desirous of acquiring the federal registration for the mark NAME YOUR PRICE! with any good will of the business in which the mark is used.

NOW, THEREFORE, for good and valuable consideration, the adequacy and sufficiency of which the parties hereby acknowledge, Pannell-Christ, intending to be legally bound, hereby assigns all right, title and interest in and to the mark NAME YOUR PRICE! with any good will associated with the mark and the registration therefor to priceline.

The United States Patent and Trademark Office is requested to record this

Assignment Agreement.

Dated: 12-29-00

Pannell-Christ Incorporated

By: Dale A. Christ

Title: President

Dated: 12-29-00

priceline.com Incorporated

By: Jh C Andres

Title: Assistant Secretary,
General Counsel