



02-07-2001

01-25-2001

REGISTRATION
TRADE



101607783

U.S. Patent & TMOfo/TM Mail ReptDt. #64

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

Submission Type

New 175.01
 Resubmission (Non-Recordation)
Document ID # _____
 Correction of PTO Error
Reel # _____ Frame # _____
 Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment License
 Security Agreement
 Merger
 Change of Name
 Other _____
Effective Date
Month Day Year
January 8, 2001

Conveying Party

Mark if additional names of conveying parties attached

Name Priceline WebHouse Club, Inc.

Execution Date
Month Day Year

January 8, 2001

Formerly _____

Individual General Partnership Limited Partnership Corporation

Other _____

Citizenship/State of Incorporation/Organization Delaware

75945456

Receiving Party

Mark if additional names of receiving parties attached

Name Paul E. Francis

DBA/AKA/TA _____

Composed of _____

Address (line 1) c/o Priceline WebHouse Club, Inc.

Address (line 2) One High Ridge Park

Address (line 3) Stamford, Connecticut 06905

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
 Corporation Association
 Other _____

Citizenship/State of Incorporation/Organization U.S.

02/06/2001 6TON11 00000242 75945456

FOR OFFICE USE ONLY

01 FC:481 40.00 DP
02 FC:482 175.00 DP

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231

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 212-309-6982

Name Adam R. Agensky, Esq.

Address (line 1) Morgan, Lewis & Bockius LLP

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036

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

31

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

Trademark Application Number(s)

Registration Number(s)

~~75/945,456~~ 75/932,653
75/945,457 75/936,518
75/845,428 75/780,227
75/915,290 75/795,168

Number of Properties Enter the total number of properties involved. # 8

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 215.00
Method of Payment: Enclosed X Deposit Account _____

(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: 13-4520

Authorization to charge additional fees: Yes X 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.

Margaret A. Delacruz
Name of Person Signing


Signature

January 25, 2001
Date Signed

GRANT OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, Priceline WebHouse Club, Inc., a Delaware corporation (herein referred to as "Grantor"), has adopted, used and is using various trademarks, including, but not limited to, the trademarks registered or applied for in the United States Patent and Trademark Office which are listed on the annexed Schedule 1 (the "Trademarks");

WHEREAS, Grantor is obligated to Paul Francis, an individual (the "Grantee"), under that certain Secured Promissory Note dated January 8, 2001, by and between Grantor and each of the Grantee ("Secured Promissory Note"); and


WHEREAS, Grantor has agreed to secure the Secured Promissory Note by, among other things, granting a security interest in the Trademarks in favor of the Grantee.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor hereby grants to Grantee for its benefit, on a pari passu basis with the security interest granted by the Grantor pursuant to the Liberty Webhouse Note (as defined in the Secured Promissory Note), without regard to the date of recordation of any filing of any security interest with the applicable governmental authorities, in all right, title and interest of Grantor in and to a first priority security interest to the extent permitted by law in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof, to secure the prompt payment, performance and observance of Grantor's obligations under the Secured Promissory Note.

Grantee's address is: Paul E. Francis
c/o Priceline WebHouse Club, Inc.
One High Ridge Park
Stamford, CT 06905

IN WITNESS WHEREOF, Grantor has caused this Grant of Security Interest in Trademarks to be duly executed by its officer thereunto duly authorized as of the 8th day of January, 2001.

PRICELINE WEBHOUSE CLUB, INC.

By: 
Name: Mark T. McEnroe
Title: SVP, General Counsel

Friday, October 06, 2000

PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
GUARANTEED TO PAY LESS	PCLN00-040	Pending	75/945456	25-Feb-2000		

Classes: 35

Country: United States of America

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

HALF-PRICE TOKENS	PCLN00-041	Pending	75/932653	02-Mar-2000		
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Classes: 35

Country: United States of America

Goods: Facilitating the on-line retail purchase of a wide range of merchandise and services from multiple vendors

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
NEVER PAY MORE	PCLN00-039	Pending	2302013	14-Aug-2000		

NEVER PAY MORE

PCLN00-039

Pending

2302013

14-Aug-2000

Classes: 35

Country: Argentina

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

NEVER PAY MORE

PCLN00-039

Pending

845225

04-Aug-2000

Classes: 35

Country: Australia

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
NEVER PAY MORE	PCLN00-039	Pending	XXX	03-Aug-2000		

NEVER PAY MORE

Classes: 35

Country: Brazil

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

NEVER PAY MORE

Classes: 35

Country: Canada

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
NEVER PAY MORE	PCLN00-039	Pending	497144	11-Aug-2000		

NEVER PAY MORE

PCLN00-039

Pending

497144

11-Aug-2000

Classes: 35

Country: Chile

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

NEVER PAY MORE

PCLN00-039

Pending

00.00063.459

24-Aug-2000

Classes: 35

Country: Colombia

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
NEVER PAY MORE	PCLN00-039	Pending	001804921	11-Aug-2000		

Classes: 35

Country: European Community

Designated Countries

- AT Pending
- BX Pending
- DE Pending
- DK Pending
- ES Pending
- FI Pending
- FR Pending
- GB Pending
- GR Pending
- IE Pending
- IT Pending
- PT Pending
- SE Pending

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Friday, October 06, 2000

Registration Number
Filing Date
Registration Date

Application Number
Status
Pending

Case Number
PCLN00-039

Trademark Name
NEVER PAY MORE

200017570
05-Aug-2000

2000-90959
18-Aug-2000

Classes: 35

Country: Hong Kong

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

Classes: 35

Country: Japan

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
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18-Aug-2000

Application Number

Status

Case Number

NEVER PAY MORE

PCLN00-039

442839

Pending

Country: Mexico

Classes: 35

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

NEVER PAY MORE

PCLN00-039

620738

Pending

11-Aug-2000

Country: New Zealand

Classes: 35

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, warrant of fitness inspections and vehicle inspections generally, and collision and body work, all via the global computer network.

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
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NEVER PAY MORE

PCLN00-039

Pending

T00/14169E

14-Aug-2000

Classes: 35

Country: Singapore

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; batteries and other automotive and boat parts and accessories, all via the global computer network.

NEVER PAY MORE

PCLN00-039

Pending

89045343

05-Aug-2000

Classes: 35

Country: Taiwan

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
NEVER PAY MORE	PCLN00-039	Pending	75/945457	25-Feb-2000		

Classes: 35

Country: United States of America

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

NEVER PAY MORE

PCLN00-039

Pending

XXX

03-Aug-2000

Classes: 35

Country: Venezuela

Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
POWER SHOP	PCLN00-042	Pending	75/936518	04-Mar-2000		
Country: United States of America	Classes: 35					
	Goods: Facilitating On-Line Shop-At-Home retail ordering services featuring a wide range of merchandise and customer incentive programs, via the global computer network.					
PRICE MACHINE (word)	PCLN00-015	Pending	75/845428	01-Dec-1999		
Country: United States of America	Classes: 35					
	Goods: On-line retail purchasing club					
SAVINGS-ON-SAVINGS GUARANTEE (word)	PCLN00-014	Pending	75/845426	01-Dec-1999		
Country: United States of America	Classes: 35					
	Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	000433	12-Mar-2000		
Country: Algeria	Classes: 42					
	Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	2273067	10-Mar-2000		
Country: Argentina	Classes: 42					
	Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Registered	IM-000314.15	08-Mar-2000	20541	15-May-2000
Country: Aruba	Classes: 42					
	Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	826833	08-Mar-2000		
Country: Australia	Classes: 42					
	Goods: On-line retail purchasing club					

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	1168/2000	23-Mar-2000		
Country: Bahrain						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	2000237	13-Mar-2000		
Country: Belarus						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	8408427	13-Mar-2000		
Country: Bolivia						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	BAZ004137A	10-Mar-2000		
Country: Bosnia-Herzegovina						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Published	822526247	09-Mar-2000		
Country: Brazil						
WEBHOUSE (word)	99-018 Classes: 16 Goods: Paper, cardboard and goods made from these materials, not included in other classes; Printed matter; bookbinding material; photographs; stationery; adhesives for stationery or household purposes; artists' materials; paint brushes; typewriters and office requisites (except furniture); instructional and teaching material (except apparatus); plastic materials for packaging (not included in other classes); playing cards; printers' type; printing blocks.	Pending	31577	17-Apr-2000		
Country: Brunei Darussalam						

PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Friday, October 06, 2000

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
WEBHOUSE (word)	99-018-1	Pending	33092	27-Jun-2000		
Country: Brunei Darussalam	Classes: 42 Goods: Internet Services; On-Line Services; On-line retail purchasing club; all included in International Class 42.					
WEBHOUSE (word)	99-018	Pending	49197	10-Mar-2000		
Country: Bulgaria	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	1050372	10-Mar-2000		
Country: Canada	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	478.304	16-Mar-2000		
Country: Chile	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	2000028953	14-Mar-2000		
Country: China	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018-1	Pending	2000106751	19-Jul-2000		
Country: China	Classes: 35 Goods: Sales promotion for others, sales promotion for others through internet, advertising, bussiness information.					
WEBHOUSE (word)	99-018	Published	00018115	13-Mar-2000		
Country: Colombia	Classes: 42 Goods: On-line retail purchasing club					

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
WEBHOUSE (word)	99-018	Pending	243270	14-Mar-2000		
Country: Congo	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	XXX	09-Mar-2000		
Country: Costa Rica	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	152932	09-Mar-2000		
Country: Czech Republic	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	XXX	10-Mar-2000		
Country: Dominican Republic	Classes: 16 Goods: Paper, cardboard and goods made from these materials, not included in other classes; Printed matter; bookbinding material; photographs; stationery; adhesives for stationery or household purposes; artists' materials; paint brushes; typewriters and office requisites (except furniture); instructional and teaching material (except apparatus); plastic materials for packaging (not included in other classes); playing cards; printers' type; printing blocks.					
WEBHOUSE (word)	99-018	Published	102466	08-Mar-2000		
Country: Ecuador	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	131443	12-Mar-2000		
Country: Egypt	Classes: 42 Goods: On-line retail purchasing club					

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
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WEBHOUSE (word)	99-018	Pending	2527-2000	03-Apr-2000		
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Classes: 42

Country: El Salvador
Goods: On-line retail purchasing club

WEBHOUSE (word)	99-018	Pending	001548536	09-Mar-2000		
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Classes: 42

Country: European Community
Goods: On-line retail purchasing club

Designated Countries

- AT Pending
- BX Pending
- DE Pending
- DK Pending
- ES Pending
- FI Pending
- FR Pending
- GB Pending
- GR Pending
- IE Pending
- IT Pending
- PT Pending
- SE Pending

WEBHOUSE (word)	99-018	Pending	M-1787-2000	09-Mar-2000		
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Classes: 42

Country: Guatemala
Goods: On-line retail purchasing club

Registration
Number

Filing Date

Application
Number

Status

Case Number

Trademark Name

Registration
Date

WEBHOUSE (word)

09-Mar-2000

828900

Pending

99-018

Classes: 42

Country: Haiti

Goods: On-line retail purchasing club

WEBHOUSE (word)

10-Mar-2000

4248-2000

Pending

99-018

Classes: 42

Country: Honduras

Goods: On-line retail purchasing club

WEBHOUSE (word)

08-Mar-2000

04882/2000

Pending

99-018

Classes: 42

Country: Hong Kong

Goods: On-line retail purchasing club

WEBHOUSE (word)

08-Mar-2000

M0001308

Pending

99-018

Classes: 42

Country: Hungary

Goods: On-line retail purchasing club

WEBHOUSE (word)

13-Mar-2000

954/2000

Pending

99-018

Classes: 42

Country: Iceland

Goods: On-line retail purchasing club

WEBHOUSE (word)

08-May-2000

923210

Pending

99-018

Classes: 16

Country: India

Goods: Paper, cardboard and goods made from these materials, not included in other classes; Printed matter; bookbinding material; photographs; stationery; adhesives for stationery or household purposes; artists' materials; paint brushes; typewriters and office requisites (except furniture); instructional and teaching material (except apparatus); plastic materials for packaging (not included in other classes); playing cards; printers' type; printing blocks.

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	J004617	13-Mar-2000		
Country: Indonesia						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	135578	08-Mar-2000		
Country: Israel						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	2000-24814	13-Mar-2000		
Country: Japan						
WEBHOUSE (word)	99-018 Classes: 16 Goods: Paper, cardboard and goods made from these materials, not included in other classes; Printed matter; bookbinding material; photographs; stationery; adhesives for stationery or household purposes; artists' materials; paint brushes; typewriters and office requisites (except furniture); instructional and teaching material (except apparatus); plastic materials for packaging (not included in other classes); playing cards; printers' type; printing blocks.	Pending	XXX	12-Mar-2000		
Country: Jordan						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	2000-0006176	09-Mar-2000		
Country: Korea, South						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	XXX	08-Mar-2000		
Country: Kuwait						

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	M-00-304	10-Mar-2000		
Country: Latvia						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Registered	83582	17-May-2000	83582	17-May-2000
Country: Lebanon						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Registered	11594	09-Mar-2000	11594	13-Jul-2000
Country: Liechtenstein						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	2000-0483	10-Mar-2000		
Country: Lithuania						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	N/005697	10-Mar-2000		
Country: Macau						
WEBHOUSE (word)	99-018 Classes: 16 Goods: Paper, cardboard and goods made from these materials, not included in other classes; Printed matter; bookbinding material; photographs; stationery; adhesives for stationery or household purposes; artists' materials; paint brushes; typewriters and office requisites (except furniture); instructional and teaching material (except apparatus); plastic materials for packaging (not included in other classes); playing cards; printers' type; printing blocks.	Pending	XXX	10-Mar-2000		
Country: Mauritius						

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
WEBHOUSE (word)	99-018	Pending	415135	10-Mar-2000		
Country: Mexico	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Registered	21594	13-Mar-2000	21373	22-Mar-2000
Country: Monaco	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Registered	3177	08-Mar-2000	3004	01-May-2000
Country: Mongolia	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Registered	XXX	08-Mar-2000	72.747	09-Mar-2000
Country: Morocco	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	00/0364	17-Mar-2000		
Country: Namibia	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Registered	D-158	14-Mar-2000	22206	30-May-2000
Country: Netherlands Antilles	Classes: 16 Goods: Paper, cardboard and goods made from these materials, not included in other classes; Printed matter; bookbinding material; photographs; stationery; adhesives for stationery or household purposes; artists' materials; paint brushes; typewriters and office requisites (except furniture); instructional and teaching material (except apparatus); plastic materials for packaging (not included in other classes); playing cards; printers' type; printing blocks.					

Friday, October 06, 2000 **PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS**

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
WEBHOUSE (word)	99-018 Classes: 35 Goods: Paper, cardboard and goods made from these materials, not included in other classes; Printed matter; bookbinding material; photographs; stationery; adhesives for stationery or household purposes; artists' materials; paint brushes; typewriters and office requisites (except furniture); instructional and teaching material (except apparatus); plastic materials for packaging (not included in other classes); playing cards; printers' type; printing blocks. Class : 35 Advertising; business management; business administration; office functions.	Registered	609977	14-Sep-1999	609977	14-Sep-2000
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	2000-01047	08-Mar-2000		
Country: Nicaragua						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	02852	10-Mar-2000		
Country: Norway						
WEBHOUSE (word)	99-018 Classes: 16 Goods: Paper, cardboard and goods made from these materials, not included in other classes; Printed matter; bookbinding material; photographs; stationery; adhesives for stationery or household purposes; artists' materials; paint brushes; typewriters and office requisites (except furniture); instructional and teaching material (except apparatus); plastic materials for packaging (not included in other classes); playing cards; printers' type; printing blocks.	Pending	163012	19-May-2000		
Country: Pakistan						

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	105936	10-Mar-2000		
Country: Panama						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	05486	13-Mar-2000		
Country: Paraguay						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Published	102533	13-Mar-2000		
Country: Peru						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	XXX	10-Mar-2000		
Country: Philippines						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	XXX	13-Mar-2000		
Country: Poland						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	22462	12-Mar-2000		
Country: Qatar						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	XXX	10-Mar-2000		
Country: Romania						

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
WEBHOUSE (word)	99-018	Pending	2000705229	10-Mar-2000		
Country: Russian Federation	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	63841	08-Mar-2000		
Country: Saudi Arabia	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	T00-04003A	14-Mar-2000		
Country: Singapore	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	POZ0687-2000	10-Mar-2000		
Country: Slovak Republic	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Pending	Z-200070436	09-Mar-2000		
Country: Slovenia	Classes: 35, 42 Goods: Services of commercialisation of goods for third parties in the field of on-line retail trade, provided by clubs and associations (35); Services of clubs and associations in the field of on-line retail trade (except for purchase-selling), which are not classified in other classes..					
WEBHOUSE (word)	99-018	Pending	2000/04016	08-Mar-2000		
Country: South Africa	Classes: 42 Goods: On-line retail purchasing club					

Registration
Number

Filing Date

Application
Number

Status

Case Number

Trademark Name

RegistrationDate

08-Mar-2000

96806

Pending

99-018

WEBHOUSE (word)

Classes: 42

Country: Sri Lanka

Goods: On-line retail purchasing club

14-Mar-2000

03001/2000

Pending

99-018

WEBHOUSE (word)

Classes: 42

Country: Switzerland

Goods: On-line retail purchasing club

10-Mar-2000

89012556

Pending

99-018

WEBHOUSE (word)

Classes: 42

Country: Taiwan

Goods: On-line retail purchasing club

17367

Registered

99-018

WEBHOUSE (word)

Classes: 42

Country: Tangier

Goods: On-line retail purchasing club

10-Mar-2000

413908

Pending

99-018

WEBHOUSE (word)

Classes: 42

Country: Thailand

Goods: On-line retail purchasing club

EE00.0389

Registered

99-018

WEBHOUSE (word)

Classes: 42

Country: Tunisia

Goods: On-line retail purchasing club

10-Mar-2000

00/04482

Pending

99-018

WEBHOUSE (word)

Classes: 42

Country: Turkey

Goods: On-line retail purchasing club

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
WEBHOUSE (word)	99-018	Pending	2000030906	13-Mar-2000		
Country: Ukraine	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Published	35351	13-Mar-2000		
Country: United Arab Emirates	Classes: 42 Goods: On-line retail purchasing club					
WEBHOUSE (word)	99-018	Published	75780227	14-Sep-1999		
Country: United States of America	Classes: 35 Goods: On line retail store purchasing club services featuring a wide range of consumer goods, supermarket goods and general merchandise (per examiner's amendment dated 5/31/00)					
WEBHOUSE (word)	PCLN00-038	Pending	75/915290	01-Feb-2000		
Country: United States of America	Classes: 35 Goods: Facilitating the purchase and sale of a broad range of fuel and petroleum products, accessories and services for automobiles, trucks, vans, recreational vehicles and boats, including gasoline, diesel fuel, kerosene and propane; motor oils; greases and lubricants; tires; batteries and other automotive and boat parts and accessories; maintenance and repair services for boats and vehicles, including oil changes, preventive maintenance, servicing of engine, brake, muffler, air conditioning, suspension, transmission, carburetor or fuel injection systems, general maintenance, tune-ups and repairs, state and Department of Transportation Inspections, and collision and body work, all via the global computer network.					

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	321095	09-Mar-2000		
Country: Uruguay						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	3995-2000	10-Mar-2000		
Country: Venezuela						
WEBHOUSE (word)	99-018 Classes: 42 Goods: On-line retail purchasing club	Pending	N2000 0913	14-Mar-2000		
Country: Vietnam						
WEBHOUSE CLUB (word)	99-024 Classes: 35 Goods: services rendered by an on-line purchasing club, which consist in facilitating the purchase and sale of products through commercial brokerage/intermediation.	Pending	2276493	27-Mar-2000		
Country: Argentina						
WEBHOUSE CLUB (word)	99-024 Classes: 42 Goods: On-line retail purchasing club	Pending	828900	23-Mar-2000		
Country: Australia						
WEBHOUSE CLUB (word)	99-024 Classes: 42 Goods: On-line retail purchasing club	Published	822584778	24-Mar-2000		
Country: Brazil						
WEBHOUSE CLUB (word)	99-024 Classes: 42 Goods: On-line retail purchasing club	Pending	1052006	23-Mar-2000		
Country: Canada						

Registration
Number

Filing Date

Application
Number

Status

Case Number

Trademark Name

RegistrationDate

31-Mar-2000

480.862

Pending

99-024

WEBHOUSE CLUB (word)

Classes: 42

Country: Chile

Goods: On-line retail purchasing club

28-Mar-2000

00022153

Published

99-024

WEBHOUSE CLUB (word)

Classes: 42

Country: Colombia

Goods: On-line retail purchasing club

24-Mar-2000

001574433

Pending

99-024

WEBHOUSE CLUB (word)

Classes: 42

Country: European Community

Goods: On-line retail purchasing club

Designated Countries

AT	Pending
BX	Pending
DE	Pending
DK	Pending
ES	Pending
FI	Pending
FR	Pending
GB	Pending
GR	Pending
IE	Pending
IT	Pending
PT	Pending
SE	Pending

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
WEBHOUSE CLUB (word)	99-024 Classes: 42 Goods: On-line retail purchasing club	Pending	06259/2000	23-Mar-2000		
Country: Hong Kong						
WEBHOUSE CLUB (word)	99-024 Classes: 42 Goods: On-line retail purchasing club	Pending	136174	24-Mar-2000		
Country: Israel						
WEBHOUSE CLUB (word)	99-024 Classes: 42 Goods: On-line retail purchasing club	Pending	2000-30254	27-Mar-2000		
Country: Japan						
WEBHOUSE CLUB (word)	99-024 Classes: 42 Goods: On-line retail purchasing club	Pending	418318	29-Mar-2000		
Country: Mexico						
WEBHOUSE CLUB (word)	99-024 Classes: 42 Goods: On-line retail purchasing club	Pending	75/795168	01-Oct-1999		
Country: United States of America						
WEBHOUSE CLUB (word)	99-024 Classes: 42 Goods: On-line retail purchasing club	Pending	5198-2000	29-Mar-2000		
Country: Venezuela						
WEBHOUSE.COM (word)	99-021 Classes: 42 Goods: On-line retail purchasing club	Published	75/780226	14-Sep-1999		
Country: United States of America						

TRADEMARK REGISTRATIONS

Priceline WebHouse Club, Inc. International Registrations:

<u>COUNTRY</u>	<u>MARK</u>	<u>DATE FILED</u>	<u>DATE SIGNED BY WebHouse</u>	<u>DATE REGISTERED</u>
Algeria	WebHouse	3/12/00	3/13/00	
Argentina	WebHouse/WebHouse Club	3/10/00-5/4/00	3/29/00	
Aruba	WebHouse	3/9/00	3/9/00	
Australia	WebHouse / WebHouse Club	3/8/00-3/23/00		
Bahrain	WebHouse	3/13/00		
Belarus	WebHouse	3/13/00		
Bolivia	WebHouse	3/13/00		
Boznia -Herz	WebHouse	3/10/00-4/26/00	4/26/00	
Brazil	WebHouse;WebHouse Club	3/9/00-5/4/00	3/29/00	
Brunei	WebHouse	4/26/00		
Bulgaria	WebHouse	4/7/00	4/5/00	
Canada	WebHouse/Webhouse Club	3/10/00-3/23/00		
Chile	WebHouse/WebHouse Club	4/10/00	4/10/00	
China	WebHouse/webHouse Club	3/13/00	3/13/00	
Colombia	WebHouse/WebHouse Club	3/13/00-3/24/00	3/10/00 & 3/27/2000	
Congo	WebHouse	3/13/00	3/13/00	
Costa Rica	WebHouse	3/9/00	3/10/00	
Curacao	WebHouse Club, Inc.	3/10/00	3/10/00	
Czech Republic	WebHouse	3/9/00	3/9/00	
Dominican Republic	WebHouse	3/13/00&4/14/00	3/19/00	
Ecuador	WebHouse	3/8/00	3/14/00	
Egypt	WebHouse	3/12/00	3/27/00	
El Salvador	WebHouse	4/3/00	4/5/00	
European Union	WebHouse/WebHouse Club	3/9/00-3/24/00	3/13/00	3/9/00
Guatemala	WebHouse/WebHouse Club	3/9/00		
Haiti	WebHouse	3/9/00		
Honduras	WebHouse	3/10/00		
Hong Kong	WebHouse/WebHouse Club	3/8/00		
Hungary	WebHouse/WebHouse Club	3/8/00	3/29/00	
Iceland	WebHouse/WebHouse Club	3/13/00	3/27/00	

India	WebHouse	3/8/00
	New Mark Application/WebHouse	5/22/00
Indonesia	WebHouse	3/9/00
Israel	WebHouse/WebHouse Club	5/23/00
	WebHouse	4/10/00
Japan	WebHouse/WebHouse Club	3/10/00
Jordan	WebHouse	3/27/00
Korea	WebHouse	3/27/00
Kuwait	WebHouse	3/29/00
Latvia	WebHouse	3/10/00
Lebanon	WebHouse	3/27/00
Liechtenstein	WebHouse	3/9/00
Lithuania	WebHouse	3/13/00
Macau	WebHouse	3/10/00
Mexico	WebHouse/WebHouse Club	3/29/00
Monaco	WebHouse	3/13/00
Mongolia	WebHouse	3/9/00
Morocco	WebHouse	3/9/00
Namibia	WebHouse	3/8/00
Netherlands Antilles	WebHouse	3/14/00
New Zealand	WebHouse	3/9/00
Nicaragua	WebHouse	3/1/00
Norway	WebHouse/WebHouse Club	3/10/00
Pakistan	WebHouse/WebHouse Club	4/5/00
Panama	WebHouse	3/10/00
Paraguay	WebHouse	3/13/00
Peru	WebHouse	3/13/00
Philippines	WebHouse	3/10/00
Poland	WebHouse	3/13/00
Qatar	WebHouse	3/12/00
Romania	WebHouse	3/10/00
Russian Fed	WebHouse	3/10/00
Saudi Arabia	WebHouse	3/8/00
Singapore	WebHouse	3/14/00
Slovak Republic	WebHouse	3/10/00
Slovenia	WebHouse	3/9/00
South Africa	WebHouse	3/8/00
		3/27/00 & 4/11/00
		3/10/00
		3/9/00
		3/10/00
		4/5/00
		4/14/00
		3/10/00
		3/9/00
		3/27/00
		3/29/00

South Korea	WebHouse	3/9/00	3/10/00
SriLanka	WebHouse	3/8/00	3/16/00
Switzerland	WebHouse	3/14/00	
Syria	WebHouse	3/13/00	
Taiwan	WebHouse	3/10/00	4/5/00
Tangier	WebHouse	3/10/00	
Thailand	WebHouse	4/21/00	3/9/00
Tunisia	WebHouse	3/10/00	
Turkey	WebHouse	3/10/00	
Ukraine	WebHouse	3/14/00	3/14/00
United Arab Emirates	WebHouse	3/13/00	
Uruguay	WebHouse	3/9/00	
Venezuela	WebHouse/WebHouse Club	3/10/00-4/12/00	4/12/00
Vietnam	WebHouse	3/13/00	

Priceline WebHouse Club, Inc. Domestic Trademark Registrations:

<u>WHERE FILED</u>	<u>NAME OF MARK</u>	<u>DATE FILED</u>	<u>DATE SIGNED</u>	<u>DATE REGISTERED</u>
U.S. Patent & Trademark Office	WebHouse	9/14/99-2/1/00	BY WebHouse 9/14/99	
	WebHouse.Com	9/14/99		
	WebHouse Club	10/1/99	10/1/99	
	Price Machine			
	Priceline Gasoline Services			
	Pricelinegasolineservices.com			
	Saving-on-Saving Guarantee			
	Guaranteed To Pay Less - (GAS)	2/25/00	3/3/00	
	Never Pay More - (GAS)	2/25/00	3/3/00	
	Half-Price Tokens	2/24/00	3/3/00	
	Power Shop	2/24/00	3/3/00	