

02-07-2001



RE



101607784

105-01

01-25-2001

TO: The Com

U.S. Patent & TMO/TM Mail Rcpt Dt. #64

marks: 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
  - 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 Liberty Webhouse, Inc.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) c/o Liberty Media Corporation

Address (line 2) 9197 South Peoria Street

Address (line 3) Englewood, Colorado 80112

- Individual  General Partnership  Limited Partnership
  - 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

Citizenship/State of Incorporation/Organization Delaware

02/06/2001 6TON11 00000241 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  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  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 Liberty Webhouse, Inc., a Delaware corporation (the "Grantee"), under that certain Secured Promissory Note dated January 8, 2001, by and between Grantor and Grantee ("Secured Promissory Note"), and

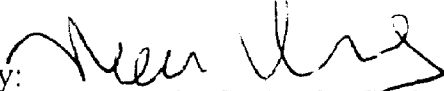
WHEREAS, Grantor has agreed to secure the Secured Promissory Note by, among other things, granting a security interest in the Trademarks in favor of the Grantee.

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 Francis 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: Liberty Webhouse, Inc.  
c/o Liberty Media Corporation  
9197 South Peoria Street  
Englewood, Colorado 80112

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 8<sup>th</sup> day of January, 2001.

PRICELINE WEBHOUSE CLUB, INC.

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

Friday, October 06, 2000

PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Page: 1

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

**PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS**

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

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	Pending	845225	04-Aug-2000		
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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.

Country: Australia

**PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS**

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

PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
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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 00.0063.459 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.



**PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS**

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

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
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NEVER PAY MORE	PCLN00-039	Pending	200017570	05-Aug-2000		
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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.

NEVER PAY MORE	PCLN00-039	Pending	2000-90959	18-Aug-2000		
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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.

**PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS**

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
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NEVER PAY MORE	PCLN00-039	Pending	442859	18-Aug-2000		
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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	Pending	620738	11-Aug-2000		
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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.

**PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS**

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
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NEVER PAY MORE	PCLN00-039	Pending	T00/14169E	14-Aug-2000		
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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		
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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.

**PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS**

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

**PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS**

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
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						
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						

**PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS**

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
WEBHOUSE (word)	99-018-1	Pending	33092	27-Jun-2000		
Classes: 42						
Goods: Internet Services; On-Line Services; On-line retail purchasing club; all included in International Class 42.						
Country: Brunei Darussalam						
WEBHOUSE (word)	99-018	Pending	49197	10-Mar-2000		
Classes: 42						
Goods: On-line retail purchasing club						
Country: Bulgaria						
WEBHOUSE (word)	99-018	Pending	1050372	10-Mar-2000		
Classes: 42						
Goods: On-line retail purchasing club						
Country: Canada						
WEBHOUSE (word)	99-018	Pending	478,304	16-Mar-2000		
Classes: 42						
Goods: On-line retail purchasing club						
Country: Chile						
WEBHOUSE (word)	99-018	Pending	2000028953	14-Mar-2000		
Classes: 42						
Goods: On-line retail purchasing club						
Country: China						
WEBHOUSE (word)	99-018-1	Pending	2000106751	19-Jul-2000		
Classes: 35						
Goods: Sales promotion for others, sales promotion for others through internet, advertising, bussiness information.						
Country: China						
WEBHOUSE (word)	99-018	Published	00018115	13-Mar-2000		
Classes: 42						
Goods: On-line retail purchasing club						
Country: Colombia						

## PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
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					



Friday, October 06, 2000

**PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS**

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Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
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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

## PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
WEBHOUSE (word)	99-018	Pending	828900	09-Mar-2000		
Country: Haiti	Classes: 42					
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	4248-2000	10-Mar-2000		
Country: Honduras	Classes: 42					
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	04882/2000	08-Mar-2000		
Country: Hong Kong	Classes: 42					
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	M0001308	08-Mar-2000		
Country: Hungary	Classes: 42					
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	954/2000	13-Mar-2000		
Country: Iceland	Classes: 42					
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	923210	08-May-2000		
Country: India	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.						

## PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
WEBHOUSE (word)	99-018	Pending	1004617	13-Mar-2000		
Country: Indonesia	Classes: 42					
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	135578	08-Mar-2000		
Country: Israel	Classes: 42					
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	2000-24814	13-Mar-2000		
Country: Japan	Classes: 42					
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	XXX	12-Mar-2000		
Country: Jordan	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	Pending	2000-0006176	09-Mar-2000		
Country: Korea, South	Classes: 42					
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	XXX	08-Mar-2000		
Country: Kuwait	Classes: 42					
Goods: On-line retail purchasing club						

## PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
WEBHOUSE (word)	99-018	Pending	M-00-304	10-Mar-2000		
Classes: 42						
Country: Latvia						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Registered	83582	17-May-2000	83582	17-May-2000
Classes: 42						
Country: Lebanon						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Registered	11594	09-Mar-2000	11594	13-Jul-2000
Classes: 42						
Country: Liechtenstein						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	2000-0483	10-Mar-2000		
Classes: 42						
Country: Lithuania						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	N/005697	10-Mar-2000		
Classes: 42						
Country: Macau						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	XXX	10-Mar-2000		
Classes: 16						
Country: Mauritius						
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.						

## PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
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.						

PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
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WEBHOUSE (word)

99-018  
Classes: 35

Registered

609977

14-Sep-1999

609977

14-Sep-2000

Country: New Zealand

**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.

WEBHOUSE (word)

99-018  
Classes: 42

Pending

2000-01047

08-Mar-2000

Country: Nicaragua

WEBHOUSE (word)

99-018  
Classes: 42

Pending

02852

10-Mar-2000

Country: Norway

WEBHOUSE (word)

99-018  
Classes: 16

Pending

163012

19-May-2000

Country: Pakistan

**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.

PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

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

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
WEBHOUSE (word)	99-018	Pending	2000705229	10-Mar-2000		
Classes: 42						
Country: Russian Federation						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	63841	08-Mar-2000		
Classes: 42						
Country: Saudi Arabia						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	T00-04003A	14-Mar-2000		
Classes: 42						
Country: Singapore						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	POZ0687-2000	10-Mar-2000		
Classes: 42						
Country: Slovak Republic						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	Z-200070436	09-Mar-2000		
Classes: 35, 42						
Country: Slovenia						
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				
Classes: 42						
Country: South Africa						
Goods: On-line retail purchasing club						



## PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	Registration Date
WEBHOUSE (word)	99-018	Pending	96806	08-Mar-2000		
Classes: 42						
Country: Sri Lanka						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	03001/2000	14-Mar-2000		
Classes: 42						
Country: Switzerland						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	89012556	10-Mar-2000		
Classes: 42						
Country: Taiwan						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Registered	17367	21-Apr-2000	17.367	21-Apr-2000
Classes: 42						
Country: Tangier						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	413908	10-Mar-2000		
Classes: 42						
Country: Thailand						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Registered	EE00.0389	09-Mar-2000	EE000389	09-Mar-2000
Classes: 42						
Country: Tunisia						
Goods: On-line retail purchasing club						
WEBHOUSE (word)	99-018	Pending	00/04482	10-Mar-2000		
Classes: 42						
Country: Turkey						
Goods: On-line retail purchasing club						

## PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
WEBHOUSE (word)	99-018	Pending	2000030906	13-Mar-2000		
Classes: 42						
Goods: On-line retail purchasing club						
Country: Ukraine						
WEBHOUSE (word)	99-018	Published	35351	13-Mar-2000		
Classes: 42						
Goods: On-line retail purchasing club						
Country: United Arab Emirates						
WEBHOUSE (word)	99-018	Published	75/780227	14-Sep-1999		
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)						
Country: United States of America						
WEBHOUSE (word)	PCLN00-038	Pending	75/915290	01-Feb-2000		
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.						
Country: United States of America						

**PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS**

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

**PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS**

Trademark Name	Case Number	Status	Application Number	Filing Date	Registration Number	RegistrationDate
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WEBHOUSE CLUB (word)	99-024	Pending	480,862	31-Mar-2000		
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Classes: 42

Country: Chile

Goods: On-line retail purchasing club

WEBHOUSE CLUB (word)	99-024	Published	00022153	28-Mar-2000		
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Classes: 42

Country: Colombia

Goods: On-line retail purchasing club

WEBHOUSE CLUB (word)	99-024	Pending	001574433	24-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

## PRICELINE WEBHOUSE CLUB, INC. - TRADEMARK ASSETS

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

# TRADEMARK REGISTRATIONS

## Priceline WebHouse Club, Inc. International Registrations:

<u>COUNTRY</u>	<u>MARK</u>	<u>DATE FILED</u>	<u>DATE SIGNED</u> <u>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	
EI Salvador	WebHouse	4/3/00	4/5/00	
European Union	WebHouse/WebHouse Club	3/9/00-3/24/00	3/13/00	
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	

3/9/00

India	WebHouse	3/8/00		
	New Mark Application/WebHouse	5/18/00	5/22/00	
Indonesia	WebHouse	3/13/00	3/9/00	
Israel	WebHouse/WebHouse Club	3/13/00		
	WebHouse		5/23/00	
Japan	WebHouse/WebHouse Club	3/27/00	4/10/00	
Jordan	WebHouse	3/12/000	3/10/00	
Korea	WebHouse	3/27/00	3/27/00	
Kuwait	WebHouse	3/29/00	3/29/00	
Latvia	WebHouse	3/10/00		
Lebanon	WebHouse	3/27/00	3/27/00	
Liechtenstein	WebHouse	3/9/00	3/13/00	
Lithuania	WebHouse	3/13/00	4/14/00	
Macau	WebHouse	3/10/00		
Mexico	WebHouse/WebHouse Club	3/29/00	3/27/00 & 4/11/00	
Monaco	WebHouse	3/13/00		
Mongolia	WebHouse	3/9/00	3/10/00	3/9/00
Morocco	WebHouse	3/9/00		3/9/00
Namibia	WebHouse	3/8/00	3/9/00	
Netherlands Antilles	WebHouse	3/14/00		
New Zealand	WebHouse	3/9/00		
Nicaragua	WebHouse	3/1/00	3/10/00	
Norway	WebHouse/WebHouse Club	3/10/00		
Pakistan	WebHouse/WebHouse Club	4/5/00	4/5/00	
Parana	WebHouse	3/10/00	4/14/00	
Paraguay	WebHouse	3/13/00		
Peru	WebHouse	3/13/00	3/10/00	
Philippines	WebHouse	3/10/00		
Poland	WebHouse	3/13/00		
Qatar	WebHouse	3/12/00		
Romania	WebHouse	3/10/00	3/9/00	
Russian Fed	WebHouse	3/10/00		
Saudi Arabia	WebHouse	3/8/00	3/27/00	
Singapore	WebHouse	3/14/00		
Slovak Republic	WebHouse	3/10/00	3/29/00	
Slovenia	WebHouse	3/9/00		
South Africa	WebHouse	3/8/00		

South Korea	WebHouse	3/9/00		
Sri Lanka	WebHouse	3/8/00		3/10/00
Switzerland	WebHouse	3/14/00		3/16/00
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>BY WebHouse</u>	<u>DATE REGISTERED</u>
U.S. Patent & Trademark Office, WebHouse	WebHouse.Com	9/14/99-2/1/00	9/14/99	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