

05-01-2001



101696594

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original

1. **Name and Address of Conveying Party(ies):**
 Trans World Airlines, Inc.
 515 North 6th Street
 St. Louis, Missouri 63101

4.1701

<input type="checkbox"/>	Individual(s)
<input type="checkbox"/>	Association
<input type="checkbox"/>	General Partnership
<input type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Corporation -- State: <u>Delaware</u>
<input type="checkbox"/>	Other: _____
Additional Name(s) of Conveying Party(ies) Attached	

2. **Name and Address of Receiving Party(ies):**
 TWA Airlines LLC
 4333 Amon Carter Blvd.,
 P.O. Box 619616
 DFW Airport, Texas 75261-9616

<input type="checkbox"/>	Individual(s)
<input type="checkbox"/>	Association
<input type="checkbox"/>	General Partnership
<input checked="" type="checkbox"/>	Limited Liability Company
<input type="checkbox"/>	Corporation -- State: <u>Delaware</u>
<input type="checkbox"/>	Other: _____
Additional Name(s) of Receiving Party(ies) Attached	

APR 17 2001

Assignee is not domiciled in the United States, a Domestic Representative Designation is Attached.

3. **Nature of Conveyance:**

<input checked="" type="checkbox"/>	Assignment
<input type="checkbox"/>	Security Agreement
<input type="checkbox"/>	Merger
<input type="checkbox"/>	Change of Name
<input type="checkbox"/>	Other: _____

Execution Date: _____

4. **Application Number(s) or Registration Number(s):**

A. Trademark Application No.(s)
1310414

B. Trademark Registration No.(s)
 *
PLEASE SEE ATTACHED SCHEDULE "A"

*	Additional Numbers Attached
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5. **Name and Address of Party to Whom Correspondence Concerning Documents Should Be Mailed:**

Kay Lyn Schwartz
 Gardere & Wynne, L.L.P.
 1601 Elm Street, Suite 3000
 Dallas, Texas 75201

214-999-4702 - Telephone
 214-999-4667 - Facsimile

6. **Total Number of Applications and Registrations Involved: 45**

7. **Total Fee (37 CFR 3.41): \$ 90**

<input type="checkbox"/>	Previously submitted
<input type="checkbox"/>	Authorized to be Charged to Deposit Account
<input checked="" type="checkbox"/>	Charge Any Deficiencies to Deposit Account

8. **Deposit Account Number: 07-0153**

9. **Statement and Signature:**

To the best of my knowledge and belief, the foregoing information is true and correct and any attachment copy is a true copy of the original document

Kay Lyn Schwartz, Reg. No. 39,020

April 16, 2001 _____ Date

Certificate of Mailing

I hereby certify that this Recordation Form Cover Sheet, together with the attached Assignment, is being deposited with the U.S. Postal Service as first class mail in an envelope addressed to the Commissioner for Patents and Trademarks, Washington, DC 20231 on:

April 16, 2001 _____ Date

Cathy Grzeslak

Mail To: Commissioner of Patents and Trademarks,
 Box ASSIGNMENTS, Washington, D.C. 20231 Total # of Pages Including This Cover Sheet: X/10

SCHEDULE A

Mark	Reg. No./ Reg. Date	Appl. No./ Filing Date
SHIPPER SAVER	1310416 12/18/84	73/325530 08/27/81
75 YEARS OF AVIATION 1925 TWA 2000 AND DESIGN		76/105126 08/08/00
AIRPORT EXPRESS	1136430 05/27/80	73/176948 07/03/78
AMBASSADOR CLASS	1226947 02/08/83	73/273787 08/11/80
AMBASSADOR SERVICE	927553 01/18/72	72/379001 12/17/70
AMBASSADORS CLUB	883110 12/23/69	72/308933 10/04/68
AVIATORS	2275421 09/07/99	75/377100 10/21/97
COMFORT CLASS	1898435 06/06/95	74/372923 03/29/93
EUROFARE	1660117 10/08/91	74/102135 10/01/90
EUROPE ON YOUR OWN	1316148 01/22/85	73/421205 04/11/83
FARERWARDS		75/671081 03/29/99
FFB	1416226 11/04/86	73/515770 12/31/84
FIND OUT HOW GOOD WE REALLY ARE	1505221 09/20/88	73/702781 12/24/87
FIRST UP		75/853564 11/19/99
GETAWAY	930216 02/29/72	72/377978 12/07/70
GOOD-BUY	1203065 07/27/82	73/273900 08/12/80
JET SET	1337248 05/21/85	73/496921 08/29/84
LEADING THE WAY	1388593 04/01/86	73/515769 12/31/84

TRADEMARK ASSIGNMENT BETWEEN TRANS WORLD AIRLINES, INC. and TWA AIRLINES LLC
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DALLAS 991593v1

TRADEMARK
REEL: 002288 FRAME: 0707

Mark	Reg. No./ Reg. Date	Appl. No./ Filing Date
NEXT FLIGHT OUT	1131958 03/11/80	73/176937 07/03/78
NFO	1575607 01/02/90	73/799837 05/15/89
ONE MISSION, YOURS	2383460 09/05/00	75/853565 11/19/99
ROUND TRIP CHECK-IN	1137724 07/08/80	73/176949 07/03/78
ROYAL AMBASSADOR	1205732 08/17/82	73/324770 08/24/81
SKYLINERS	588438 04/13/54	71/638226 04/13/54
TRANS WORLD FIRST AND DESIGN	2249702 06/01/99	75/492247 05/28/98
TRANS WORLD TRAVEL ACADEMY	2071775 06/17/97	75/131222 07/08/96
TRANS WORLD ONE AND DESIGN	2000880 09/17/96	74/666004 04/26/95
TRANS WORLD ONE	1956430 02/13/96	74/656202 03/27/95
TRANS WORLD EXPRESS	1895362 05/23/95	74/515366 04/22/94
TRANS WORLD TECHNICAL ACADEMY	1650380 07/09/91	74/038985 03/16/90
TRANS WORLD	1061229 03/15/77	73/060342 08/13/75
TRANS WORLD AIRLINE AND DESIGN	541582 04/24/51	71/594298 03/20/50
TRANS WORLD CONNECTION		76/145200 10/12/00
TWA AND DESIGN	539453 03/13/51	71/594297 03/20/50
TWA AND DESIGN	729274 03/27/62	72/107297 10/27/60
TWA TRANS WORLD FIRST AND DESIGN	2249415 06/01/99	75451093 03/16/98
TWA TRANS WORLD AIRLINES AND DESIGN	2090656 08/26/97	75/065940 03/01/96

Mark	Reg. No./ Reg. Date	Appl. No./ Filing Date
TWA TRANS WORLD CONNECTION AND DESIGN		76/145218 10/12/00
TWC		76/145220 10/12/00
TWCONNECTION		76/145219 10/12/00
TWE	2332639 03/21/00	75/692480 04/26/99
TWEXPRESS AND DESIGN	2329545 03/14/00	75/692479 04/26/99
TWQ AND DESIGN	2249508 06/01/99	75/463210 04/06/98
TWTA	1641596 04/16/91	74/038984 03/16/90
WE'RE UP TO SOMETHING GOOD	1963380 03/19/96	74/668034 05/01/95

TRADEMARK ASSIGNMENT

This Assignment is effective as of the 9th day of April, 2001, between **TRANS WORLD AIRLINES, INC.**, a corporation of the State of Delaware and doing business at 515 North 6th Street, St. Louis, Missouri 63101 (hereinafter "**ASSIGNOR**") and **TWA AIRLINES LLC**, a Delaware limited liability company doing business at 4333 Amon Carter Blvd., P. O. Box 619616, DFW Airport, Texas 75261-9616 (hereinafter "**ASSIGNEE**").

WHEREAS, ASSIGNOR is the owner of the trademarks identified in the attached Schedule A, which are registered and/or pending in the United States Patent and Trademark Office; and

WHEREAS, ASSIGNOR is desirous of transferring and assigning to **ASSIGNEE** all of **ASSIGNOR**'s rights, title and interest in and to the trademarks and registrations identified in the attached Schedule A; and

WHEREAS, ASSIGNEE, is desirous of acquiring all **ASSIGNOR**'s rights, title and interest in and to said trademarks and registrations identified in the attached Schedule A;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, **ASSIGNOR** agrees as follows:

1. **ASSIGNOR** does hereby sell, assign and transfer to said **ASSIGNEE** all right, title and interest in and to the trademarks and registrations identified in the attached Schedule A, together with the goodwill of the business symbolized by the trademarks and registrations identified in the attached Schedule A, and in and to all income, royalties, damages, claims and payments now or hereafter due or payable with respect hereto, and in and to all causes of action, either in law or in equity for past, present or future infringement of said trademarks and registrations identified in the attached Schedule A, and in and to all rights corresponding to the foregoing throughout the world.
2. **ASSIGNOR** shall execute any and all documents reasonably requested by **ASSIGNEE** to effect transfer and recording of the trademarks and registrations to **ASSIGNEE**.

TRADEMARK ASSIGNMENT CONTINUED

IN WITNESS WHEREOF, ASSIGNOR has caused this Trademark Assignment to be executed by its duly authorized representative as of the date below stated.

This Assignment executed at New York, New York this 9 day of April, 2001.

TRANS WORLD AIRLINES, INC.

By: [Signature]
Name: Michael J. Palumbo
Title: Sr. Executive Vice President and Chief Executive Officer

STATE OF New York
COUNTY OF New York

On this 9th day of April, 2001, before me, a Notary Public in and for the State and County aforesaid, personally appeared Michael J. Palumbo, known by me to be the person of the above name, who signed and sealed the foregoing instrument, and acknowledged the same to be his own free act and deed.

[Signature]
Notary Public
State of
My Com. Expires:

CAROL L. HAWKINS
Notary Public, State of New York
No. 24-4827179
Qualified in Kings County
Commission Expires April 30, 2001

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