

06-14-2001



1MERCE
OVER SHEET
Y

Patent and Trademark Office

To the Honorable Commissioner of

101749645

Original documents or copy thereof.

1. Submission Type

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

Name and address of receiving party:

Name: RCPI LANDMARK PROPERTIES, L.L.C.
c/o Tishman Speyer Properties L.P.
 Address: 45 Rockefeller Plaza
 City: New York State: NY Zip: 10111

3. Name of Conveying Party:

Name: RCPI HOLDCO, L.L.C. *5-29-01*
 Formerly: _____

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

MONTH DAY YEAR

Execution Date 4/27/01

- Individual(s)
- General Partnership
- Corporation
- Association
- Limited Partnership
- Other - Limited Liability Company

Citizenship/State of Incorporation/Organization:
Delaware

Citizenship/State of Incorporation:

Delaware

Additional name(s) of conveying parties attached? Yes No

Additional name(s) of receiving parties attached: Yes No

4. Conveyance Type:

- Assignment
 - Security Agreement
 - Other _____
 - Merger
 - Change of Name
 - License
 - Nunc Pro Tunc Assignment
- Effective Date: _____ (if nunc pro tunc assignment)

If assignee is not domiciled in the United States, a domestic representative designation is attached:

Yes No

(Designations must be a separate document from Assignment)

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

See Item No. 13

A. Trademark Application No.(s)

B. Trademark registration No.(s)

Additional numbers attached? Yes No

6. Name and address of party to whom correspondence concerning document should be mailed (and Domestic Representative Address, if applicable):

Name: Alison G. Naidech
MILBANK, TWEED, HADLEY & McCLOY LLP

06/13/2001 6TON11 00000094 133250 75555241

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

Address: One Chase Manhattan Plaza
 City: New York State: NY Zip: 10005
 Area Code and Telephone No: 212-530-5146

7. Total number of applications and registration involved:

8

8. Total fee (37 CFR 3.41): \$215

- Enclosed
- Authorized to be charged to deposit account

9. Deposit account number:

13-3250

Authorized to charge additional fees Yes No

FOR OFFICE USE ONLY

10. 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.

Alison G. Naidech
 Name of Person Signing

Alison Naidech
Signature

5/29/01
Date

Total number of pages: 2
in cover sheet

Mail Documents to Commissioner of Patents and Trademarks, Box Assignments, Washington DC 20231

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

U.S. Department of Commerce

Patents and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

11. Conveying Party

[] Mark if additional names of conveying parties attached.

Enter Additional Conveying Party

Execution Date

Month Day Year

Name

Formerly

[] Individual [] General Partnership [] Limited Partnership [] Corporation [] Association

[] Other

[] Citizenship State of Incorporation/Organization

12. Receiving Party

Enter Additional Receiving Party

[] Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed

Address (line 1)

Address (line 2)

Address (line 3)

[] 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 (Designation must be a separate document from the Assignment).
[] Corporation [] Association
[] Other

[] Citizenship/State of Incorporation/Organization

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

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75/555,241

75/670,244

75/516,355

75/518,826

75/516,356

76/076,455

75/516,357

75/516,353

ASSIGNMENT OF INTENT-TO-USE TRADEMARK APPLICATIONS

WHEREAS, RCPI HOLDCO, L.L.C., a Delaware limited liability company, with its principal place of business at c/o Tishman Speyer Properties, L.L.C., 45 Rockefeller Plaza, New York, NY 10111 (hereinafter "Assignor"), is the owner of applications for the marks (hereinafter "the Marks") listed in the attached Exhibit A.

WHEREAS, Assignor has intended to use the Marks listed in the attached Exhibit A, and has filed the intent-to-use applications listed in said Exhibit A indicating that intention, but has not yet filed allegations of use under Sections 1(c) or 1(d) of the Trademark Act.


WHEREAS, Assignor is assigning the Marks listed in the attached Exhibit A as part of the entire business to which the Marks pertain as required by §15 U.S.C. 1060.

WHEREAS, RCPI LANDMARK PROPERTIES, L.L.C., a Delaware limited liability company, with its principal place of business at c/o Tishman Speyer Properties, L.L.C., 45 Rockefeller Plaza, New York, NY 10111 ("Assignee"), desires to acquire the Marks and the applications listed in Exhibit A.


NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Marks and pending applications.

RCPI HOLDCO, L.L.C.

Dated: April 27, 2001

By: 
Name: Andrew J. Nathan
Title: Vice President

RCPI LANDMARK PROPERTIES, L.L.C.

By: 
Name: Andrew J. Nathan
Title: Vice President