

MUD 7-17-01

07-23-2001



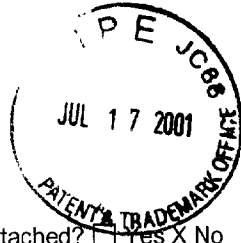
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U.S. Department of Commerce
Patent and Trademark Office
Attorney Docket No. 07866.0999

original documents or copy thereof.

1. Name(s) of conveying party(ies):
Host Marriott Corporation

- Individual(s)
- Association
- Limited Partnership
- Corporation
- General Partnership
- Other:



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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: December 28, 1998

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

Name: Host Marriott, L.P.
Address: 1400 Fernwood Road
Bethesda, MD 20058

- Individual(s)
- Association
- General Partnership
- Limited Partnership - Delaware
- Corporation
- Other:

If assignee is not domiciled in the United States, a domestic representative is attached: Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application Number(s):

B. Trademark Registration Number(s):

2,154,218
2,178,966
2,250,522
2,192,361

Additional numbers attached? Yes No

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

Name: David M. Kelly, Esq.
Address: FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41): \$115.00

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

07/20/2001 9BYRNE 00000146 2154218

01 FC:481 40.00 OP
02 FC:482 75.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.

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

David M. Kelly

7-17-01

Name of person signing

Signature

Date

Total number of pages including cover sheet, attachments and documents: 3
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NUNC PRO TUNC ASSIGNMENT

Host Marriott Corporation, a Delaware corporation with its principal place of business at 10400 Fernwood Road, Bethesda, Maryland 20187 ("Assignor"), is the record owner of the marks identified in Exhibit A and of the U.S. trademark registrations therefor ("the Trademarks").

On December 28, 1998, Host Marriott, L.P., a Delaware limited partnership with its principal place of business at 10400 Fernwood Road, Bethesda, Maryland 20058 ("Assignee"), acquired the Trademarks from Assignor. Assignee is the owner in fact of the Trademarks and the parties desire to reflect this fact in the records of the U.S. Patent and Trademark Office.

In consideration of the foregoing and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns nunc pro tunc as of December 28, 1998 to Assignee all its right, title, and interest in and to the Trademarks, together with the goodwill of the business associated with the Trademarks, and the right to sue and recover for past infringements, dilution, and other violations.

HOST MARRIOTT CORPORATION

By: Elizabeth A. Abdoo
Name: Elizabeth Abdoo
Title: Senior Vice President
Date: June 28, 2001

EXHIBIT A

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
CITY BLENDS	2,154,218	April 28, 1998
HM Logo	2,178,966	August 4, 1998
WESTFIELDS	2,192,361	September 29, 1998
WESTFIELDS	2,250,522	June 1, 1999

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