

09-05-2001

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TO THE ASSISTANT COMMISSIONER OF P.

attached original documents or copy thereof.



1. Name of conveying party(ies): (If multiple assignors, list numerically)

TRAVEL SERVICES INTERNATIONAL, INC.

- ☐ Individual
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation – Florida
☐ Other:

Additional name(s) of conveying party(ies) attached?

☐ Yes ☒ No

2. Name and address of receiving party(

Name: TTC Holdings, Inc.

Internal Address: 300 Delaware Ave
9th Fl-DE 5403

08-23-2001

U.S. Patent & TMOto/TM Mail Rpt Dt. #26

Street Address: Same as above

City: Wilmington State: Delaware ZIP: 19801

- ☐ Individual
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation – Delaware
☐ Other:

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)

Additional name(s) and address(es) attached?

☐ Yes ☒ No

3. Nature of conveyance:

- ☒ Nunc Pro Tunc Assignment, effective as of
 August 6, 2001
☐ Merger
☐ Security Agreement
☐ Change of Name
☐ Other:

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) August 17, 2001

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

- a. Trademark Registration No(s):

1) 2,257,786

2) 2,283,785

3) 2,255,968

4) 1,703,776

Additional numbers attached? ☐ Yes ☒ No

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

Name: Lori Lee Yamato
KNOBBE, MARTENS, OLSON & BEAR, LLP
Customer No. 20,995

Internal Address: Sixteenth Floor

Street Address: 620 Newport Center Drive

City: Newport Beach State: CA ZIP: 92660

Attorney's Docket No.: TRAVL3.012LIC

7. Total fee (37 CFR 1.21(h)): \$115.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of applications and registrations involved: 4

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.

Lori Lee Yamato

Name of Person Signing

Signature

Date

August 20, 2001

Total number of pages including cover sheet, attachments and document: 3

Mail documents to be recorded with required cover sheet information to:

09/04/2001 DBYRNE 00000072 2257786

01 FC:481
02 FC:48240.00 OP
75.00 OP

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U.S. Patent and Trademark Office

Attn: Assignment Division

Crystal Gateway-4

1213 Jefferson Davis Highway, Suite 320

Arlington, VA 22202

TRADEMARK

REEL: 002361 FRAME: 0648



TRADEMARK ASSIGNMENT

08-23-2001

U.S. Patent & TMO/TM Mail Rcpt Dt. #26

This Trademark Assignment (the "Assignment") is effective as of the 17th day of August, 2001. TRAVEL SERVICES INTERNATIONAL, INC., a Florida corporation, having a place of business at 220 Congress Park Drive, Delray Beach, Florida 33445 ("ASSIGNOR"), and TTC HOLDINGS, INC., a Delaware corporation, having a place of business at 300 Delaware Avenue, 9th Floor-DE 5403, Wilmington, Delaware 19801 ("ASSIGNEE").

WHEREAS, ASSIGNOR is, to the best of its knowledge and belief, the owner of the trademarks (or applications therefor) listed on the attached Exhibit A, to-wit, CARPASS, KEMWEL, SONIC COMMISSIONS and KEMFAX, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, causes of action, and the right to recover for past infringement (the "Trademarks") worldwide;

WHEREAS, ASSIGNOR has acquired goodwill associated with and symbolized by said Trademarks and has not abandoned the same;

WHEREAS, ASSIGNOR is the owner of Federal Trademark Registrations or Applications for Trademark shown on Exhibit A attached (the "Registrations");

WHEREAS, ASSIGNEE desires to acquire all rights, title, and interest in and to the Trademarks worldwide; and

WHEREAS, ASSIGNOR is willing to assign to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the Trademarks and the Registrations;

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the Trademarks and the Registrations, together with the goodwill symbolized by said Trademarks and Registrations concurrent with the transfer of certain tangible assets as indicia of said goodwill.

Executed at Delray Beach, Florida, this 17th day of August, 2001.

TRAVEL SERVICES INTERNATIONAL, INC.

By: Paul Rendich
Paul Rendich, Sr. Vice President

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

On August 17, 2001, before me, Colleen A. Bruno, a person duly authorized by law to administer oaths, personally appeared Paul Rendich, known to me to be the person whose name is subscribed above, who executed the within document in his authorized capacity, and who acknowledged that by his signature above the corporate entity upon behalf of which he acted did execute this instrument.

WITNESS my hand and official seal.

[SEAL]



Colleen A. Bruno
MY COMMISSION # CC769121 EXPIRES
September 18, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Colleen Bruno
Notary Public

Exhibit A

Registered Marks:

<u>Mark</u>	<u>Certificate Number</u>	<u>Date of Registration</u>	<u>Owner</u>
CARPASS	Trademark registration number 22/57786	June 29, 1999	Kemwel Holiday Autos, L.L.C.
Kemwel	Canadian Trademark Registration number 519,234	November 9 th 1999	The Kemwel Group Inc.
SONIC COMMISSIONS	Trademark registration number 22/83785	October 5, 1999	Kemwel Holiday Autos, L.L.C.
Kemfax	Trademark registration number 22/55968	June 22, 1999	Kemwel Holiday Autos, L.L.C.
Kemwel	Trademark registration number 17/03776	August 18, 1998	The Kemwel Group Inc.