

Resub

09-17-2001



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

Ableco Finance LLC

05/02/01 08/23/01

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other Delaware limited liability company

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

2. Name and address of receiving party(ies)

Name: Marc Hotels and Resorts, Inc.

Internal Address:

Address:

Street Address: 1781 Park Center Drive

City: Orlando State: FL Zip: 32835

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Hawaii 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) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Release of Security Interest in Trademarks

Execution Date: April 17, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2214342

Additional number(s) attached Yes No

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

Name: Donna R. Gasiorowski

Internal Address: Senior Legal Assistant to Frank Rowinski

Street Address: Kirkland & Ellis 200 East Randolph Drive, Suite 5300

City: Chicago State: IL Zip: 60601

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

22-0440

(Attach duplicate copy of this page if paying by deposit account)

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.

Donna R. Gasiorowski

Name of Person Signing

Signature

8/23/01 Date

Total number of pages including cover sheet, attachments, and document: 7

36305-7

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002367 FRAME: 0840

05-15-2001



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TRADEMARK

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(Rev. 03/01)
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U.S. DEPARTMENT OF COMMERCE
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Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Delaware limited liability
company

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2. Name and address of receiving party(ies)
 Name: Marc Hotels and Resorts, Inc.
 Internal Address: _____
 Address: _____
 Street Address: _____
 City: _____ State: _____ Zip: _____

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Hawaii
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
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Donna R. Gasiorowski Donna Gasiorowski 5/2/01
 Name of Person Signing Signature Date

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36305-7

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 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

TRADEMARK
 REEL: 002367 FRAME: 0841

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (the "Release") is entered into as of this 17th day of April, 2001 by ABLECO FINANCE LLC, as agent for certain lenders ("Lender"), and MARC HOTELS AND RESORTS, INC. ("Borrower").

WITNESSETH:

WHEREAS, Borrower granted Lender a security interest in certain trademarks and service marks pursuant to a Security Agreement dated as of August 18, 2000 ("the Security Agreement"), and a Collateral Assignment for Security (Trademarks) dated as of August 18, 2000 (the "Collateral Assignment"), by and between Borrower and Lender;

WHEREAS, the Security Agreement was filed on behalf of Lender in the United States Patent and Trademark Office ("PTO") to evidence the security interest granted to Lender;

WHEREAS, Borrower has requested that Lender: (a) terminate and release the liens and interests of Lender in certain trademarks and service marks (as defined in the Security Agreement and the Collateral Assignment); and (b) execute and deliver evidence of such termination and release for filing in the PTO; and

WHEREAS, Borrower has fulfilled all conditions of such release and termination;

NOW, THEREFORE, for one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lender hereby acknowledges and agrees as follows:

Acknowledgment of Termination of Grant of Security Interest in Trademarks. All rights and security interests of Lender in and to the marks identified in the Security Agreement and the Collateral Assignment, and set forth in Schedule A attached hereto and incorporated herein by reference, recorded in the PTO on December 12, 2000 at Reel 2204, Frame 0761, have been terminated and released and are no longer in force.

IN WITNESS WHEREOF, Lender has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

ABLECO FINANCE LLC

By: _____

Name:

Kevin Genda

Title:

Senior Vice President

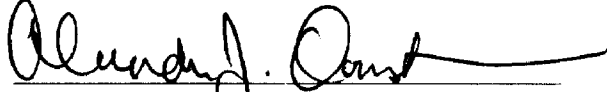
STATE OF NEW YORK)

) ss:

COUNTY OF NEW YORK)

On this 17th day of April __, 2001, personally appeared before me

Kevin Genda, known to me to be Senior Vice President of Ableco Finance LLC, who acknowledged that he/she signed this instrument as a free act on behalf of Ableco Finance LLC.


Notary Public

[Notarial Seal]

ALEXANDER J. ORNSTEIN
Notary Public, State of New York
No. 02OR6023697
Qualified in Nassau County
Commission Expires April 26, 2001

MARC HOTELS AND RESORTS, INC.

SCHEDULE 1A TO COLATERAL ASSIGNMENT FOR SECURITY (TRADEMARKS)

TRADEMARKS
AND
TRADEMARK LICENSES

<u>NAMES</u>	<u>REGISTRATION NO.</u>
Marc Suites & Design-U.S. Service Mark Registration Registered 12/29/98 – Renewal 12/29/08	#2,214,342
The Ad Group Registered 10/19/91-Renewal 10/18/01	#135919
Activity Depot Registered 9/24/00-Renewal 9/23/10	#240785
CONDOPASS Registered 4/12/00-Renewal 4/11/10	#226462
CONDOFREE Resorts Hawaii Registered 7/30/91-Renewal 7/29/01	#133058
Hawaiian Island Activities Registered 12/1/99-Renewal 11/30/00	#233697
Hawaii Hotel Exchange Registered 1/22/93-Renewal 1/21/03	#148927
Hawaii Suite Pass Registered 11/14/92-Renewal 11/13/02	#148105
Hawaii's Classic Small Hotels & Resorts Registered 1/19/91-Renewal 1/18/01	#126255
Hotel Passport Registered 12/15/93-Renewal 12/14/03	#161832
Kauai Drive & Dine Registered 2/12/93-Renewal 2/11/03	#151301
Marc Hotel Pass Registered 11/14/92-Renewal 11/13/02	#148106
Marc's Island Hopper Registered 7/27/93-Renewal 7/26/03	#157572

<u>NAME</u>	<u>REGISTRATION NO.</u>
Marc Resorts Group Registration 1/3/93-Renewal 1/2/03	#150082
Marc Resorts Hawaii Registration 3/28/93-Renewal 3/27/05	#177564
Marc Suites Kaanapali Registration 8/4/98-Renewal 8/3/08	#(no number listed)
Marc Suites Kauai Registration 8/4/98-Renewal 8/3/08	#(unreadable)
Marc Suites Kauai Poipu Point Registration 8/4/98-Renewal 8/3/08	#714117
Marc Suites Maui Registration 8/4/98-Renewal 8/3/08	#819008
Marc Suites Poipu Registration 8/4/98-Renewal 8/3/08	#819009
Marc Suites Waikiki Registration 5/28/97-Renewal 5/27/07	#205772
Maui Drive & Dine Registration 2/12/93-Renewal 2/11/03	#151299
Maui Marc Suites on the Beach Registration 8/4/98-Renewal 8/3/08	#(no number listed)
Na Pali Boat Company Registration 1/10/00-Renewal 1/9/01	#234802
No Frills Room Rates Registration 8/4/94-Renewal 8/3/04	#169465
Suite Free Hawaii Registration 7/30/91-Renewal 7/29/01	#133059
Hotel and Resort Management Registration 12/10/99-Renewal 12/9/00	#233939
Waikiki's Classic Small Hotels Registration 8/26/94-Renewal 8/25/04	#170016