

FORM PTO-1594

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

1. Name(s) of conveying party(ies):
 Global Vacation Group, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation

Other: _____

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

2. Name(s) and address(es) of receiving party(ies):
 Name: Classic Vacation Group, Inc.
 Address: One North First Street, 3rd Floor
San Jose, California 95113-1215

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

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

Execution Date: May 17, 2001

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

A. Trademark Application No.(s)
75/671,365
75/671,364

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

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

Name: Martin R. Greenstein
 Address: TechMark
55 South Market Street
16th Floor, Suite 1630
San Jose, CA 95113

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 65.00

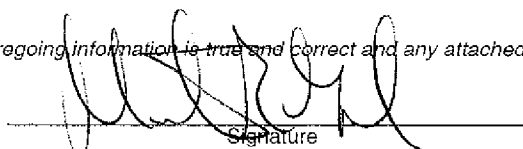
Enclosed
 Authorized to be charged to deposit account
 Authorized to be charged to deposit account only if fee is deficient

8. Deposit account number:
20-0330

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.

Martin R. Greenstein
 Name of Person Signing


 Signature

Nov 26, 2001
 Date

Total number of pages including cover sheet, attachments, and document: 2

Sent by: GLOBAL VACATION GROUP

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M 385 - Certificate of Amendment of Certificate of Incorporation: Business Corporation Law §603.2-4

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Certificate of Amendment of the Certificate of Incorporation of

GLOBAL VACATION GROUP, INC.
under Section 603 of the Business Corporation Law

IT IS HEREBY CERTIFIED THAT:

(1) The name of the corporation is GLOBAL VACATION GROUP, INC.

If the name of the corporation has been changed, the name under which it was formed is:

ALLIED BUS CORP

(2) The certificate of incorporation was filed by the Department of State on

JULY 17, 1959

(3) The certificate of incorporation of this corporation is hereby amended to effect the following change*

ARTICLE I. of the corporation's ~~CERTIFICATE~~ CERTIFICATE OF INCORPORATION is amended to read as follows:

"The name of the corporation is Classic Vacation Group, Inc., (hereinafter the "Corporation")."

*Set forth the subject matter of each provision of the certificate of incorporation which is to be amended or eliminated and the full text of the provision(s), if any, which are to be retained or added. If an amendment provides for a change of issued shares, set forth the number and kind of shares changed, the number and kind of shares resulting from each change and the terms of change. If an amendment makes one or more such changes, this statement shall be located in respect to each change.

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