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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): Hilton Hospitality, Inc. a Nevada corporation. Association checked. Additional name(s) of conveying party(ies) attached? No checked.

2. Name and address of receiving party(ies): Conrad Hospitality, LLC. Street Address: 9336 Civic Center Drive. City: Beverly Hills State: CA Zip: 90210. Other Limited Liability Company-Delaware checked.

3. Nature of conveyance: Assignment checked. Execution Date: August 15, 2001.

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 78036164, 76170841.

B. Trademark Registration No.(s) 2375519, 2120992. Additional number(s) attached No checked.

5. Name and address of party to whom correspondence concerning document should be mailed: Jennifer Watson, Hilton Hotels Corporation, Legal Department, 755 Crossover Lane, Memphis TN 38117.

6. Total number of applications and registrations involved: 4. 7. Total fee (37 CFR 3.41): \$ 115.00. Enclosed checked. 8. Deposit account number: 501043.

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. Jennifer Watson, Signature, 10/23/2001 Date.

Total number of pages including cover sheet, attachments, and document: 5. Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

ASSIGNMENT

WHEREAS, HILTON HOSPITALITY, INC. ("Assignor"), a corporation duly organized and existing under the laws of the State of Nevada, currently having a principal place of business at 9336 Civic Center Drive, Beverly Hills, California 90210, United States of America, is the owner of the Trademark Registrations and/or Applications in the United States of America as set out in the attached Schedule; and

WHEREAS, CONRAD HOSPITALITY, LLC ("Assignee"), a limited liability company duly organized and existing under and by virtue of the laws of the State of Delaware, having a principal place of business at 9336 Civic Center Drive, Beverly Hills, California 90210, United States of America, has acquired the said Trademark Registrations and/or Applications together with the whole of the goodwill of the business in the United States of America in which the trademarks, the subject of the said Registrations and/or Applications, have been used and registered and/or applied for;

NOW THEREFORE this instrument witnesses that for and in consideration of the sum of one dollar (U.S. \$1.00) and other good and valuable consideration to it paid, the receipt of which is hereby acknowledged, Assignor hereby confirms that it has sold, assigned and transferred and by these presents it does sell, assign and transfer to Assignee and its successors and assigns the whole right, title and interest in and to the said Trademarks and the aforesaid Registrations and/or Applications together with the whole of the goodwill of the business in the United States of America in which the said Trademarks have been used and registered and/or applied for to be held and enjoyed by Assignee and fully as the same would have been held and enjoyed by Assignor had this assignment not been made.

IN WITNESS WHEREOF, this assignment has been duly executed this 15th day of August 2001.

Assignor:

HILTON HOSPITALITY, INC.

Assignee:

CONRAD HOSPITALITY, LLC

By:


Barbara Arnold

Its: Assistant Vice President

By:


Hue Smith

Its: Secretary


SCHEDULE of ASSIGNMENT**COUNTRY: UNITED STATES OF AMERICA**

<i>Mark</i>	<i>Class</i>	<i>Application Number</i>	<i>Application Date</i>	<i>Registration Number</i>	<i>Registration Date</i>
CONRAD	42	78036164	21 Nov 2000		
CONRAD	42	76170841	22 Nov 2000		
CONRAD INTERNATIONAL	42			2375519	8 Aug 2000
Conrad International (design)	42			2120992	16 Dec 1997

STATE OF TENNESSEE)
 SS:
 COUNTY OF SHELBY)

Personally appeared before me the above named Barbara L. Arnold, known or proved to me to be the same person who executed the foregoing instrument and to be an Assistant Vice President of Hilton Hospitality, Inc., and acknowledged to me that she executed the same as her free act and deed and the free act and deed of said corporation.

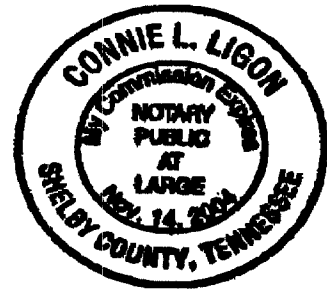
Subscribed and sworn to before me this 15th day of August, 2001.



 Notary Public

My Commission Expires:

11-14-04




STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On October 15, 2001 before me, David Marote, Notary Public, personally appeared M. HUE SMITH III, personally known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.




Notary Public