

11/10/02

01-23-2002



101956111

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

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

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

1. Name of conveying party(ies):

Michael A. Spinelli d/b/a Action 6

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Sole Proprietorship

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

3. Nature of conveyance:

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

Execution Date: November 1, 2001

2. Name and address of receiving party(ies)

Name: Vacation.com, Inc.

Internal Address: _____

Street Address: 1650 King Street, #450

City: Alexandria State: VA Zip: 22314

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State of New York
- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1827824

Additional number(s) attached Yes No

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

Name: Margaret A. Boulware

Internal Address: _____

Street Address: Jenkins & Gilchrist P.C.

1100 Louisiana, Suite 1800

City: Houston State: TX Zip: 77002

6. Total number of applications and registrations involved: _____

1

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

- Enclosed
- Any deficiencies are authorized to be charged to deposit account

8. Deposit account number:

10-0447 (41235-00085)

(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.

Margaret A. Boulware

Name of Person Signing

Margaret Boulware

Signature

Nov 20, 2001

Date

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

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

01/23/2002 6TOM11 00000274 1827824

01 FC:481

40.00 DP

TRADEMARK
REEL: 002428 FRAME: 0211

ASSIGNMENT

WHEREAS, Michael a. Spinelli d/b/a Action 6, a sole proprietorship, hereafter known as "Assignor", having its principal offices at 237 Church Street, Lowell, Massachusetts 01852, has adopted, used and has used in its business the following trademarks which are subject of the United States Trademark Registrations (the "Marks") and owns the Marks and the goodwill of the business symbolized by the Marks:

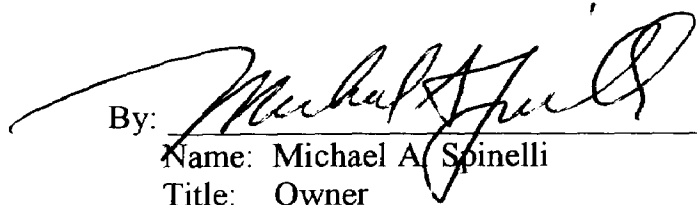
<u>Reg. No.</u>	<u>Date of Reg.</u>	<u>Mark</u>	<u>Goods</u>
74301018	3/22/94	CRUISE DEPOT & logo	Consulting services to travel agencies in the field of cruises

WHEREAS, Vacation.com Inc., hereafter known as "Assignee", a New York corporation having its principal offices at 1650 King Street, Suite 450, Alexandria, Virginia 22314 is desirous of acquiring the Marks, the registrations thereof and the associated goodwill;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all rights, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks and the registration of said Marks and the right to recover damages for past infringement, if any.

ASSIGNOR: Michael A. Spinelli d/b/a Action 6

Date: 11/1/01

By: 
Name: Michael A. Spinelli
Title: Owner

STATE OF Mass. §
COUNTY OF Mdsx. §
§

On this 1 day of November 2001, before me personally appeared _____,
known to me, who being duly sworn, did depose and say that he is the _____ of
_____, a _____ corporation, described in the foregoing Trademark
Assignment and that the foregoing Trademark Assignment is made for the purposes and
considerations so stated, and he is authorized to act on behalf of the corporation in making such
Trademark Assignment.

Barbara J. Porter
Notary Public in and for the State of Ma

My Commission Expires: 12-05-08