

Client Code: TRAVL3.019T

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03-18-2002



TO THE ASSISTANT COMMISSIONER OF PATENTS AND

Mail documents or copy thereof.

102019319

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

TTC Holdings, Inc.

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other:

3-18-02

2. Name and address of receiving party(ies):

Name: ABC Corporate Services, Inc.
Internal Address: Same as Street Address
Street Address: 6400 Shafer Court, Suite 310
City: Rosemont **State:** Illinois **ZIP:** 60018

- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware

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

Yes No

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 January 1, 2002
- Merger
- Security Agreement
- Other:

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) March 12, 2002

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

a. Trademark Application No(s):

b. Trademark Registration No: 1,459,483

Additional numbers attached? Yes No

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ASSIGNMENT DIVISION

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.: TRAVL3.019T

7. Total fee (37 CFR 1.21(h)): \$40.00

Enclosed

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: 1

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]
Signature

March 14, 2002
Date

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

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

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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: 002462 FRAME: 0281

TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is effective as of the 1st day of January, 2002, by and between TTC HOLDINGS, INC., a Delaware corporation, having its place of business at 300 Delaware Avenue, 9th Floor-DE 5403, Wilmington, Delaware 19801 ("ASSIGNOR"), and ABC CORPORATE SERVICES, INC., a Delaware corporation, having its principal place of business at 6400 Shafer Court, Suite 310, Rosemont, Illinois 60018 ("ASSIGNEE").

WHEREAS, ASSIGNOR is, to the best of its knowledge and belief, the owner of the trademarks listed on the attached **Exhibit A**, 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 Registration for Trademark shown on **Exhibit A** attached (the "Registration");

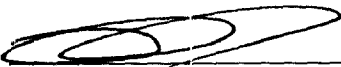
WHEREAS, ASSIGNEE desires to acquire all rights, title, and interest in and to the Trademarks worldwide; and

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

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 12th day of March, 2002.

TTC HOLDING SERVICES, INC.

By: 
Patrick Doyle, President

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

On March 12, 2002, before me, Colleen A. Bruno, a person duly authorized by law to administer oaths, personally appeared Patrick Doyle, 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]


Notary Public



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

EXHIBIT A

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
ABC CORPORATE SERVICES	1,459,483	September 29, 1987

<u>MARK</u>	<u>Status</u>
ABC GLOBAL CONNECT	Common law mark
ABC INTERNATIONAL RATE DESK	Common law mark
ABC PREMIER HOTEL PLAN	Common law mark
AGENCY MANAGEMENT	Common law mark
BLOCK SPACE PROGRAM	Common law mark
DIRECTORY OF PREMIER HOTELS/ PREMIER HOTEL DIRECTORY	Common law mark
ELITE SERVICE	Common law mark
HOTEL HAPPENINGS	Common law mark
OPERATIONS PROCEDURES MANUAL	Common law mark
PREMIER ADVERTISING OPTIONS	Common law mark
PREMIER HOTEL PLAN	Common law mark
PREMIER LEISURE GUIDE	Common law mark
PREMIER MARKETING OPTIONS	Common law mark
PREMIER GDS NEWS	Common law mark
TESS (TRAVELERS EMERGENCY SERVICES SYSTEM)	Common law mark
VIP GOLD SERVICE	Common law mark