



07-29-2002



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RECEIVED

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): Advanced Travel Management

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

07/23/02

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: July 1, 2002

2. Name and address of receiving party(ies)

Name: Sea Gate Travel Group, L.L.C.

Internal Address:

Street Address: 16 East 34th Street

City: New York State: NY Zip: 10016

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Limited Liability Company

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) 2,212,294

Additional number(s) attached Yes No

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

Name: Michael Share

Internal Address:

Street Address: Advanced Travel Management 489 Fifth Avenue

City: New York State: NY Zip: 10017

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Michael Share Name of Person Signing

Signature

As of July 1, 2002 Date

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

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

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TRADEMARK REEL: 002550 FRAME: 0756

SERVICEMARK ASSIGNMENT

SERVICEMARK ASSIGNMENT, made as of the 1st day of July, 2002, by and between Advanced Travel Management Corporation, a New York corporation (the "Assignor") and Sea Gate Travel Group, L.L.C., a New York limited liability company (the "Assignee").

WITNESSETH:

WHEREAS, Assignor desires to transfer and assign to Assignee, and Assignee desires to acquire, all of Assignor's right, title and interest in and to the Servicemark "ADVANCED TRAVEL MANAGEMENT" (the "Servicemark"), and the goodwill associated with such Servicemark;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

1. Assignor hereby transfers and assigns to Assignee, and Assignee hereby accepts the transfer and assignment of, all of Assignor's right, title and interest in and to the Servicemark (and all goodwill of the business symbolized thereby or connected therewith), for its own use and enjoyment, the same to be held and enjoyed by Assignee for its own use and the use of its successors and assigns.

2. Governing Law: The making and execution of this Assignment shall be construed and enforced in accordance with the laws of the State of New York, without regard to its principles of conflicts of laws.

IN WITNESS WHEREOF, the undersigned has caused this Assignment to be executed on the date first above written.

ASSIGNOR:

ADVANCED TRAVEL MANAGEMENT CORPORATION

By: _____
Michael Share, President

ASSIGNEE:

SEA GATE TRAVEL GROUP, L.L.C.

By: _____
Daniel S. Green, Chief Executive Officer