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08-30-2002

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

1. Name of conveying party(ies): 8/13/02
THE THOMAS COOK GROUP LIMITED

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - United Kingdom
 Other _____

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

2. Name and address of receiving party(ies):
TRAVELEX GLOBAL AND FINANCIAL SERVICES LIMITED
 65 Kingsway
 London WC2B 6TD
 United Kingdom

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation - United Kingdom
 Other _____

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No
 (Designations 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: September 27, 2001

4. Application number(s) or patent number(s) listed below

A. Trademark Application No.(s)		B. Trademark Registration No.(s)	
08/30/2002	GTDM11 00000003 040475 1666064	1,666,064	1,955,757
01	FC:481 40.00 CH		
02	FC:482 25.00 CH		

Additional numbers attached? Yes No

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

Name: **GLENN A. GUNDERSEN**
DECHERT
4000 BELL ATLANTIC TOWER
1717 ARCH STREET
PHILADELPHIA, PA. 19103-2793
TEL. NO. (215) 994-2183

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
 (Including any underpayment)

8. Deposit account number: 04-0475
 (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.

Hal E. Borden August 12, 2002
 Name of Person Signing Signature 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 Patents & Trademarks, Box Assignments
 Washington, D.C. 20231

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 198600

The Registrar of Companies for England and Wales hereby certifies that

THE THOMAS COOK GROUP LIMITED

having by special resolution changed its name, is now incorporated
under the name of

TRAVELEX GLOBAL AND FINANCIAL SERVICES LIMITED

Given at Companies House, London, the 27th September 2001



C00198600Q

C. Phillips
C. PHILLIPS

For The Registrar Of Companies



C O M P A N I E S H O U S E