

10-04-2002



OFFICE OF FINANCIAL RECORDS

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RECORDATION FORM COVER SHEET FINANCE SECTION  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non Recordation)
- Document ID#
- Correction of PTO Error
- Reel #  Frame #
- Corrective Document
- Reel #  Frame #

Conveyance Type

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other
- License
- Nunc Pro Tunc Assignment
- Effective Date  
Month Day Year

10-1-02

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

Formerly

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

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/KA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

10/03/2002 TDIAZ1 00000036 76123890

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Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 002592 FRAME: 0957

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages** Enter the total number of pages of the attached conveyance document including any attachments.

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

<input type="text" value="76/123,890"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41):

Method of Payment: Enclosed  Deposit Account

**Deposit Account**

(enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

Authorization to charge additional fees: Yes  No

**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. Charges to deposition account are authorized, as indicated herein.*

Michele H. McCoy

Name of Person Signing

Signature

9/25/02

Date Signed

**TRADEMARK ASSIGNMENT**

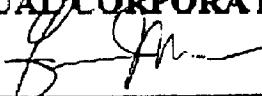
**WHEREAS**, UAL Corporation, a Delaware Corporation, with its principal place of business at 1200 East Algonquin Road, Elk Grove Township, Illinois, United States of America 60007 ("UAL"), owns and has a bona fide intent to use the Mark UAL NEWVENTURES ("the Mark") in connection with the following services: providing information regarding frequent flyer account processing over a global communication network; transportation of persons, property and mail by air; providing information relating to transportation and facilitating transactions, namely, travel reservations over a global communication network; and providing information regarding frequent flyer bonus program; and

**WHEREAS**, UAL's predecessor-in-interest, United Air Lines, Inc., applied to register the Mark on the Principal Register of the United States Patent and Trademark Office based on United's bona fide intent to use the mark in commerce in connection the above-described services, Application Serial No. 76/123,890 filed on September 6, 2000; and

**WHEREAS**, UAL Loyalty Services, Inc., a Delaware Corporation, with its principal place of business at 1200 East Algonquin Road, Elk Grove Township, Illinois, United States of America 60007 ("ULS"), is acquiring the business of UAL in connection with which UAL has a bona fide intent to use the Mark and the pending Application;


**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, UAL hereby sells, assigns and transfers to ULS all right, title and interest in and to the Mark and the pending Application therefore, together with that portion of UAL's business in connection with which it has a bona fide intent to use the Mark, nunc pro tunc, effective as of March 28, 2002.

**UAL CORPORATION**

By:   
**Francesca M. Maher**  
**Senior Vice President, General Counsel**  
**and Secretary**

Dated effective as of: 3/28/2002

SUBSCRIBED and SWORN to before me  
this 23<sup>rd</sup> of September, 2002.

  
Notary Public

My Commission Expires: 5/3/05

