

06-17-2003

6-13-2003



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

FORM PTO-1574
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4-94)
MAIL 58557, 012517501

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

1. Name of conveying party(ies):
Carlson Travel Group, Inc.

Individuals
 General Partnership
 Corporation-State of California
 Other: _____

Association
 Limited Partnership

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

2. Name and address of receiving party(ies):
Carlson Companies, Inc.
P.O. Box 59159
Carlson Parkway
Minneapolis, MN 55459-8249

Individual(s) citizenship
 General Partnership
 Corporation-State of Minnesota
 Other: _____

Association
 Limited Partnership

Assignee (is not domiciled in the United States, a domestic representative designation is attached):
 Yes No
(Designations must be separate documents from Assignments)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment
 Security Agreement
 Mergers
 Change of Name
 Other: _____

Execution Date: June 10, 2003

Individual(s) citizenship
 General Partnership
 Corporation-State of Minnesota
 Other: _____

Association
 Limited Partnership

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)/ Mark(s)
76253,434/TRIPFORCE BY CARLSON and Design

B. Trademark Reg. No.(s)/Mark(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Paul A. Welter
Address: MERCHANT & GOULD P.C.
P.O. Box 2910
Minneapolis, MN 55402-0910

Additional numbers attached? Yes No

6. Total number of applications and trademarks involved: 1

7. Total fee (37 CFR 3.41): \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

Charge
40.00

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.

Paul A. Welter
Name of Person Signing

Signature

6-13-03
Date

TOTAL number of pages including cover sheet, attachments, and documents: 2

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment/Memorandum Services
Director of the United States Patent and Trademark Office
P.O. Box 5438
Alexandria, VA 22304-5438

Public notice reporting (for this sample cover sheet is considered an invoice) must be recorded, including date for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send information regarding this invoice online to the U.S. Patent and Trademark Office, Office of Information Systems, P.O. Box 50300, Washington, D.C. 20521, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK ASSIGNMENT

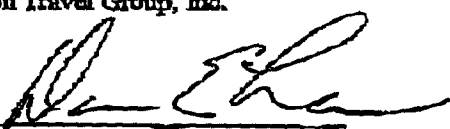
WHEREAS, Carlson Travel Group, Inc. (hereinafter "Assignor"), a California corporation having a principal place of business at P.O. Box 59159, Carlson Parkway, Minneapolis, Minnesota 55459-8249, is the record owner of the United States trademark application Ser. No. 76/253434 for TRIPFORCE BY CARLSON and Design;

WHEREAS, Carlson Companies, Inc. (hereinafter "Assignee"), a Minnesota corporation having a principal place of business at P.O. Box 59159, Carlson Parkway, Minneapolis, Minnesota 55459-8249 is desirous of acquiring all right, title and interest in and to said trademark and trademark application;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, said assignor has sold, assigned and transferred, and by these presents does hereby sell, assign and transfer unto the said assignee, its successors or assigns, the entire right, title and interest in the United States in and to said trademark and said trademark application, together with the goodwill and other incidents of its business associated with or symbolized by said trademark.

Carlson Travel Group, Inc.

Date: June 10, 2003

By: 
Name: Dan E. Lee
Title: Assistant Secretary

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