

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)



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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): Budget Rent A Car Corporation 4-21-03

2. Name and address of receiving party(ies): Budget Rent A Car System, Inc. 6 Sylvan Way Parsippany, New Jersey 07054

3. Nature of Conveyance: [X] Assignment [] Security Agreement [] Other Execution Date: March 20, 2003

[] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation-State Delaware

4. Application number(s) or registration number(s): A. Trademark Application No.(s)

B. Trademark Registration No.(s): 2,269,207, 1,300,949, 1,161,448, 2,555,445, 1,156,786, 2,555,444, 1,300,950, 1,534,674, 1,423,313, 1,310,424

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Robert W. Sacoff Internal Address: Pattishall, McAuliffe, Newbury, Hilliard & Geraldson

6. Total number of applications and registrations involved: 10 7. Total fee (37 CFR 3.41): \$ 265.00 [X] Enclosed [] Authorized to be charged to deposit account

Street Address: 311 South Wacker Drive Suite 5000 City: Chicago State: IL Zip: 60606

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature: Robert W. Sacoff, Esq. Signature: [Handwritten Signature] Date: April 15, 2003

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

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40.00 documents to be recorded with required cover sheet information 225.00 Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

CERTIFICATE OF MAILING I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: BOX ASSIGNMENTS, Commissioner for Trademarks, Washington, DC 20231 on April 15, 2003.

[Handwritten Signature]

TRADEMARK REEL: 002716 FRAME: 0329

SERVICE MARK ASSIGNMENT

THIS Assignment is made by Budget Rent A Car Corporation, a corporation organized under the laws of the State of Delaware, with its principal place of business at 4225 Naperville Road, Lisle, Illinois 60532 ("Assignor"), to and in favor of Budget Rent A Car System, Inc., a corporation organized under the laws of the State of Delaware, with its principal place of business at 6 Sylvan Way, Parsippany, New Jersey 07054 (the "Assignee").

WHEREAS, the Assignor has adopted and is using certain service marks in its business, including but not limited to the marks and the registrations thereof set forth in Schedule A attached hereto (the "service marks"); and,

WHEREAS, the Assignee wishes to acquire all of Assignor's rights, title and interest in and to said marks, together with the registrations thereof and the goodwill associated therewith.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor hereby assigns, transfers and conveys to the Assignee all rights, title and interests in and to the service marks, together with the registrations thereof and the goodwill symbolized thereby, and with the rights to sue and recover damages and profits and all other remedies for past infringements thereof.

BUDGET RENT A CAR CORPORATION

By: Robert L. Aprati

Printed Name: Robert L. Aprati

Title: Executive Vice President

Date: March 20, 2003

SCHEDULE A

<u>MARK</u>	<u>REG. DATE</u>	<u>REG. NO.</u>
BUDGET	August 8, 1999	2,269,207
BUDGET	October 16, 1984	1,300,949
BUDGET	July 14, 1981	1,161,448
BUDGET and Design	April 2, 2002	2,555,445
BUDGET CAR SALES	June 2, 1981	1,156,786
BUDGET CAR SALES and Design	April 2, 2002	2,555,444
BUDGET RENT A CAR	October 16, 1984	1,300,950
ONE WAY and Design	April 11, 1989	1,534,674
RSI RESERVATION SERVICES INC. and Design	December 30, 1986	1,423,313
SUPER REZ and Design	December 27, 1983	1,310,424