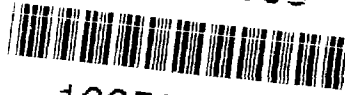


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TRADEMARK

2003 JUN 18 AM 7:08

FINANCE SECTION

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

Submission Type

- New
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Document ID#
- Correction of PTO Error  
Reel #  Frame #
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Reel #  Frame #

Conveyance Type

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

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/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

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

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**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

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**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

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**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="see attached"/>	<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" value="see attached"/>	<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 deposit account are authorized, as indicated herein.*

Rachel S. Jozefacki

Name of Person Signing



Signature

March 23, 2000

Date Signed

ATTACHMENT A

MIDWEST EXPRESS AIRLINES, INC.

U.S. TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
ME	1,286,474	July 17, 1984
MIDWEST EXPRESS	2,098,091	September 16, 1997
MIDWEST EXPRESS	1,790,364	August 31, 1993
MIDWEST EXPRESS	1,907,633	July 25, 1995
MIDWEST EXPRESS (STYLIZED)	1,522,113	January 24, 1989
MIRACLE MILES	1,808,173	November 30, 1993
THE BEST CARE IN THE AIR	1,698,071	June 30, 1992

U.S. TRADEMARK APPLICATIONS

<u>TRADEMARK</u>	<u>APPLICATION NO.</u>	<u>FILING DATE</u>
BEST CARE WEB FARES	75/610,897	December 23, 1998
FREQUENT FLYER PLUS	75/612,277	December 23, 1998
MIDWEST EXPRESS CENTER	75/798,753	September 13, 1999
SKYWAY	75/151,926	August 19, 1996
MIDWEST EXPRESS VACATIONS	not yet available	November 30, 1999

**UNITED STATES TRADEMARK ASSIGNMENT**

**Midwest Express Airlines, Inc.**, a corporation of the State of Wisconsin, having an office at 6744 South Howell Avenue, Oak Creek, Wisconsin 53154, has adopted and used the trademarks indicated in Attachment A, and is the owner of the registrations and applications thereof, indicated in the said Attachment A; and

**YX Properties, L.L.C.**, a limited liability company of the State of Nebraska, located at 4501 Abbott Dr., Omaha, Nebraska 68110, is desirous of acquiring said marks and the registrations and applications thereof.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, **MIDWEST EXPRESS AIRLINES, INC.** does hereby assign to **YX PROPERTIES, L.L.C.** all right, title, and interest in and to the trademarks identified in Attachment A, the right to sue for past infringement thereof, together with the goodwill of the business symbolized by the marks, and any registrations and applications thereof.

**MIDWEST EXPRESS AIRLINES, INC.**

By: 

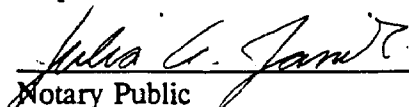
Type/Print Name: Timothy E. Hoeksema

Type/Print Title: President

Dated: 1/1/00

STATE OF Wisconsin )  
 ) SS:  
COUNTY OF Milwaukee )

On this 1<sup>st</sup> day of January, <sup>2000</sup>~~1999~~, before me appeared Timothy E. Hoeksema to me personally known, who, being by me duly sworn, did say that he is the President of **Midwest Express Airlines, Inc.**, a corporation of the State of Wisconsin, and that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and said Timothy E. Hoeksema acknowledged the foregoing instrument to be the free act and deed of such corporation.

  
Notary Public

[NOTARY SEAL/STAMP]

My commission expires: Permanent