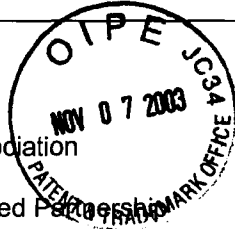


11-13-2003



102599528

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



1. Name of conveying party(ies):

Alamo Rent-A-Car, LLC

- Individual Association
- General Partnership Limited Partnership
- Corporation:
- Other: Limited Liability Company-- Delaware

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

2. Name and address of receiving party(ies):

Name: Vanguard Trademark Holdings S.a.r.l.

Street Address: 200 South Andrews Avenue

Ft. Lauderdale, FL 33301

- Individual(s) citizenship: _____
- Association _____
- General Partnership of: _____
- Limited Partnership of: _____
- Corporation:
- Other: Private Limited Company-- Luxembourg

If assignee is not domiciled in the United States, a domestic representative designation 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: October 14, 2003

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

A. Trademark Application No.(s)

- 76/416,617
- 76/320,580
- 76/471,660
- 76/150,189
- 76/430,100
- 76/416,616

B. Trademark Registration No.(s)

- 1,097,722
- 2,427,041
- and 25 others listed in the Attachment

Additional numbers attached Yes No

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

Name: Thomas E. Zutic, Esq.

Internal Address: PIPER RUDNICK LLP

Street Address: 1200 Nineteenth Street, NW

City: Washington State: DC ZIP: 20036

11/13/2003 LMULLER 00000006 76416617

01 FC:8521 40.00 DP
02 FC:8522 800.00 DP

6. Total number of applications and registrations involved:

33

7. Total fee (37 C.F.R. § 3.41). \$ 840.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

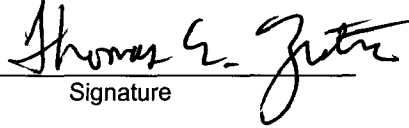
(Attach duplicate copy of this page if paying by deposit account)

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.

Thomas E. Zutic, Esq.
Name of Person Signing


Signature

11/07/2003
Date

Total no. of pages incl. cover sheets, attachments, and document: 7

ATTACHMENT

Trademark	Application No.	Registration No.
ALAMO	73/127,031	1,097,722
ALAMO & Design	76/000,793	2,427,041
ALAMO & Design (lined for color)	76/000,792	2,427,040
ALAMO ADVENTURE GROUP	75/236,032	2,183,535
ALAMO COUNTRY	76/416,617	
ALAMO RENT A CAR & Wheel Design (on bus)	74/017,726	1,768,900
ALAMO SATISFACTION GUARANTEE & Design	74/234,939	1,737,125
ALAMO SILVER SERVICE	75/225,546	2,302,432
ALAMO.COM	76/320,580	
ALAMOCASH POINTS	75/496,869	2,317,240
ALAMOCASH-IN CLUB	75/496,853	2,341,894
ALL-IN-ONE RATES	75/025,555	2,167,962
CASH-IN CLUB	76/471,660	
DESIGNED TO MOVE YOU	75/333,361	2,193,586
DIRECTROAD	75/863,722	2,472,376
DRIVE HAPPY	75/415,719	2,405,024
GO! ALAMO!	75/789,172	2,663,700
GO! ALAMO! & Bus Design	75/814,172	2,368,891
Miscellaneous Design (Wagon Wheel Design)	73/633,368	1,464,896
QUICK RENT	74/462,336	1,862,026
QUICK RENT	76/150,189	
QUICKSILVER	75/358,680	2,207,025
QUICKSILVER & Design	75/911,800	2,568,135
QUICKSILVER & Design (Lined for Color)	75/911,811	2,568,136
SELL THE WORLD, THEN BUY IT	76/430,100	
THE OFFICIAL RENTAL CAR OF THE AMERICAN VACATION	76/416,616	
THE REAL #1 BARGAIN	73/457,883	1,334,936
TRAVEL SMART	75/386,346	2,273,589
TRAVEL SMART SOLUTIONS	75/386,825	2,288,497
WHEN IT'S YOUR TIME & MONEY ALAMO	75/387,614	2,310,333
TRAVEL SMART & Design		
WHERE ALL THE MILES ARE FREE	73/724,773	1,517,510
WHY DRIVE, WHEN YOU CAN SURF THE NET	75/285,560	2,182,093
Yellow & Blue Stripe Design	74/287,668	1,763,332

ASSIGNMENT

This Assignment is made as of October 14, 2003 (the "Effective Date"), by and between Alamo Rent-A-Car, LLC, a Delaware limited liability company with its principal offices located at 200 South Andrews Avenue, Fort Lauderdale, Florida 33301 ("Assignor") and Vanguard Trademark Holdings S.à.r.l., a private limited company organized and existing under the laws of Luxembourg with its registered office at 46/A Avenue J.F. Kennedy, L-1855 Luxembourg ("Assignee").

WHEREAS, Assignor is the owner of all right, title and interest in and to the trademarks and service marks and the registrations and/or applications therefor that are listed on Exhibit A (collectively, the "Marks"); and

WHEREAS, Assignor is desirous of assigning and Assignee is desirous of obtaining all right, title and interest in and to the Marks.

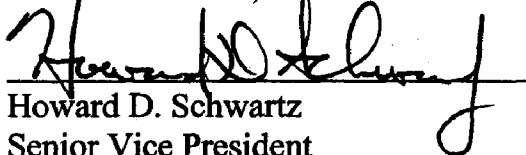
NOW THEREFORE, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, Assignor hereby assigns, transfers and conveys unto Assignee all right, title and interest in and to the Marks, together with the goodwill symbolized by the Marks, the same to be held and enjoyed by Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns and/or other legal representatives.

IN WITNESS WHEREOF, the parties have caused this Assignment to be duly executed as of the date(s) set forth below, with effect as of the Effective Date, which Assignment may be executed in any number of counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

[signatures appear on the following pages]

ASSIGNOR:

ALAMO RENT-A-CAR, LLC

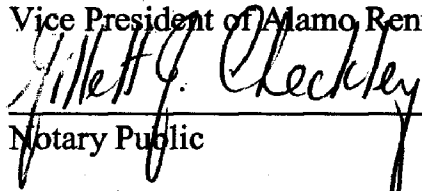
By: 
Name: Howard D. Schwartz
Title: Senior Vice President
Date: _____

State of New York)

: ss.:

County of New York)

On this October 7, 2003, before me the undersigned, a Notary Public for the State of New York, personally appeared Howard D. Schwartz, personally known to me (or proved to me on the basis of satisfactory evidence) to be the individual who executed this instrument as Senior Vice President of Alamo Rent-A-Car, LLC and that he signed his name thereto.



Notary Public

GILLETT J. CHECKLEY
Notary Public, State of New York
No. 01CH5049562
Qualified in Queens County
Commission Expires Sept. 18, 2005

ASSIGNEE:
VANGUARD TRADEMARK HOLDINGS S.À.R.L.

By: VANGUARD CAR RENTAL INTERNATIONAL
HOLDINGS S.À.R.L., as Manager

By: WORLDWIDE EXCELLERATED LEASING
LTD., as A Manager

By: BAE
Name: Bradley A. Gold
Title: Vice President
Date: _____


By: _____
Name: _____
as B Manager
Date: _____

State of New York)

: ss.:

County of New York)

On this October 9th, 2003, before me the undersigned, a Notary Public for the State of New York, personally appeared Bradley A. Gold, personally known to me (or proved to me on the basis of satisfactory evidence) to be the individual who executed this instrument as Vice President of Worldwide Excellerated Leasing Ltd., which entity is the A Manager of Vanguard Car Rental International Holdings S.à.r.l., which entity is the Manager of Vanguard Trademark Holdings S.à.r.l., and that he signed his name thereto.




JEANETTE ARIOLA
Notary Public, State of New York
No. 01AR4798015
Qualified in Queens County
Certificate Filed in New York County
Commission Expires Dec. 31, 2005

ASSIGNEE:
VANGUARD TRADEMARK HOLDINGS S.À.R.L.

By: VANGUARD CAR RENTAL INTERNATIONAL
HOLDINGS S.À.R.L., as Manager

By: WORLDWIDE EXCELLERATED LEASING
LTD., as A Manager

By: _____
Name: Bradley A. Gold
Title: Vice President
Date: _____

By: 
Name: Patrick van Denzen,
as B Manager
Date: October 13th, 2003

State of New York)
 : ss.:
County of New York)

On this October __, 2003, before me the undersigned, a Notary Public for the State of New York, personally appeared Bradley A. Gold, personally known to me (or proved to me on the basis of satisfactory evidence) to be the individual who executed this instrument as Vice President of Worldwide Excellerated Leasing Ltd., which entity is the A Manager of Vanguard Car Rental International Holdings S.à.r.l., which entity is the Manager of Vanguard Trademark Holdings S.à.r.l., and that he signed his name thereto.

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