

02-02-2005

S. DEPARTMENT OF COMMERCE
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12/17/04	RECO TR	102931421	7 2004
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To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p>1. Name of conveying party(ies)/Execution Date(s): 3939618 Canada Inc. 300 Place d'Youville, Suite B-10 Montreal, Quebec, Canada, H2Y2B6</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Citizenship (see guidelines) <u>Canada</u> Execution Date(s) <u>December 8, 2004</u> Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p>	<p>2. Name and address of receiving party(ies) <input type="checkbox"/> Yes Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> No</p> <p>Name: <u>Air Canada</u> Internal Address: <u>C.P. 7000, Zip 1276</u> Street Address: <u>Succursale postal Aeroport</u> City: <u>Dorval</u> State: <u>Quebec</u> Country: <u>Canada</u> Zip: <u>H4Y 1J2</u></p> <p><input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> General Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input type="checkbox"/> Corporation Citizenship _____ <input type="checkbox"/> Other _____ Citizenship _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</p>
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<p>4. Application number(s) or registration number(s) and identification or description of the Trademark.</p> <p>A. Trademark Application No.(s) <u>78/328,724</u></p>	<p>B. Trademark Registration No.(s)</p> <p>Additional sheet(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):</p>
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<p>5. Name & address of party to whom correspondence concerning document should be mailed: Name: <u>Robert B.G. Horowitz</u> Internal Address: <u>Cooper & Dunham, LLP</u> Street Address: <u>1185 Avenue of the Americas</u> City: <u>New York</u> State: <u>New York</u> Zip: <u>10036</u> Phone Number: <u>212-278-0400</u> Fax Number: <u>212-391-0525</u> Email Address: <u>rhorowitz@cooperdunham.com</u></p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00</p> <p><input type="checkbox"/> Authorized to be charged by credit card <input type="checkbox"/> Authorized to be charged to deposit account <input checked="" type="checkbox"/> Enclosed</p> <p>8. Payment Information:</p> <p>a. Credit Card Last 4 Numbers _____ Expiration Date _____</p> <p>b. Deposit Account Number _____ Authorized User Name _____</p>
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<p>9. Signature: <u>Robert B.G. Horowitz</u> Signature</p>	<p><u>12/14/04</u> Date</p>
<p>Total number of pages including cover sheet, attachments, and document: 2</p>	

02/01/2005 DAYTIME 00000221 78328724 Name of Person Signing
Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADE-MARK ASSIGNMENT

In consideration of the sum of \$1 and other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, 3939618 CANADA INC., whose full post office address is 300 Place d'Youville, Suite B-10, Montreal, Quebec, H2Y 2B6, does hereby sell, assign and transfer to **AIR CANADA**, whose full post office address is C.P. 7000, Zip 1276, Succursale postale Aéroport Dorval, Québec, Canada, H4Y 1J2, all its rights, title, interest and goodwill in and to:

- U.S. trade-mark application number 78/328,724, filed on November 17, 2003, for the trade-mark **YOU AND I WERE MEANT TO FLY**; and

and all its rights, title, interest and goodwill in and to the trade-mark that is the subject of the above-identified trade-mark application (hereinafter referred to as "said trade-mark") which may have been acquired through use of said trade-mark in the United States in association with the services specified in the above-identified trade-mark application as well as any other wares and services, including all rights of action and claims for damages and benefits arising because of any past acts of passing off, unfair competition and infringement of said trade-mark and the above-identified trade-mark application.

Signed in the City of Montreal, this 8 day of December, 2004.

3939618 CANADA INC.

By: 

Name: Christian Bolduc

Title: President & Secretary