

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
EFFECTIVE DATE:	10/11/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Prime Hospitality L.L.C.		10/11/2005	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	WIH Hotels L.L.C.
Street Address:	345 Park Avenue 31st Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10154
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 41**

Property Type	Number	Word Mark
Registration Number:	2447804	WELLESLEY INN & SUITES
Registration Number:	2588413	WELLESLEY INNS & SUITES
Registration Number:	2591497	WELLESLEY INNS & SUITES
Registration Number:	2752345	WELLESLEY INNS & SUITES
Registration Number:	1947411	WELLESLEY INN & SUITES
Registration Number:	2417443	WELLESLEY INN & SUITES VALUE NEVER LOOKED THIS GOOD!
Registration Number:	2343393	
Registration Number:	2611728	WELLESLEY WEEKENDER
Registration Number:	2446251	WELLESLEY INN
Registration Number:	2718919	WELLESLEY INN
Registration Number:	1528973	WELLESLEY INNS

CH \$1040.00 2447804

Registration Number:	2718966	WELLESLEY SUITES
Registration Number:	2736210	WELLESLEY SUITES
Registration Number:	2820296	WELLESLEY SUITES
Registration Number:	1801255	VALUE NEVER LOOKED THIS GOOD
Registration Number:	2838240	THE BEST VALUE GOING. OR COMING BACK.
Registration Number:	2506259	STAY AT HOME AWAY WITH WELLESLEY INN & SUITES
Registration Number:	2313466	EXTRAORDINARY INNS AT AFFORDABLE PRICES
Serial Number:	78678416	THE SARATOGA
Serial Number:	78722030	WIH HOTELS
Serial Number:	78688293	WELLESLEY HOSPITALITY GROUP
Registration Number:	2863391	PRIME HOTEL & CONFERENCE CENTER
Registration Number:	1788615	PRIME HOSPITALITY CORP.
Registration Number:	2969516	P
Registration Number:	1879029	P
Registration Number:	2845822	PRIME HOTELS & RESORTS
Registration Number:	2845823	P PRIME HOTELS & RESORTS
Registration Number:	2963018	P PRIME HOTEL & SUITES
Serial Number:	76591412	PRIME HOTEL
Serial Number:	76414390	PRIME HOTELS
Registration Number:	2971415	PRIME SUITES
Registration Number:	2940512	P PRIME SUITES
Serial Number:	76454367	P PRIME HOTEL
Serial Number:	76459667	YOUR TIME IS PRIME
Registration Number:	1362708	SANDALWOOD
Serial Number:	78678516	S
Serial Number:	78678466	THE SARATOGA
Serial Number:	78678480	THE SARATOGA HOTEL & CONFERENCE CENTER
Serial Number:	78678505	THE SARATOGA HOTEL & CONFERENCE CENTER
Serial Number:	78688291	WHG
Serial Number:	78678491	THE SARATOGA HOTEL & CONFERENCE CENTER

**CORRESPONDENCE DATA**

Fax Number: (305)416-3190

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 305-416-3180

Email: dl@lydeckerwadsworth.com

**TRADEMARK**  
**REEL: 003174 FRAME: 0553**

Correspondent Name: Deborah Lee  
Address Line 1: 1201 Brickell Avenue Suite 200  
Address Line 4: Miami, FLORIDA 33131

NAME OF SUBMITTER:	Deborah Lee
Signature:	/deborah lee/
Date:	10/13/2005

Total Attachments: 3  
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source=20051012174823590#page3.tif



## FACSIMILE TRANSMITTAL SHEET

TO:	<i>Caylin Debasio</i>	FROM:	<i>Kim for Sylvia</i>
FAX NUMBER:	<i>1-212-455 2502</i>	DATE:	<i>10/12/05</i>
COMPANY:		TOTAL NO. OF PAGES INCLUDING COVER:	<i>3</i>
PHONE NUMBER:		E-MAIL ADDRESS:	
RE:	<i>WIH Hotels LLC.</i>	YOUR REFERENCE NUMBER:	

URGENT   
 FOR REVIEW   
 PLEASE COMMENT   
 PLEASE REPLY   
 PLEASE RECYCLE

NOTES/COMMENTS:

CONTINENTAL CORPORATE SERVICES, INC.  
189 FRANKLIN AVENUE, SUITE 1    NUTLEY, N.J. 07110  
[WWW.CCSLEGAL.COM](http://WWW.CCSLEGAL.COM)  
973-542-0300    FAX: 973-542-0313    800-300-5067

**TRADEMARK**  
**REEL: 003174 FRAME: 0555**

# Delaware

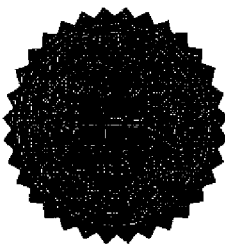
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PRIME HOSPITALITY L.L.C.", CHANGING ITS NAME FROM "PRIME HOSPITALITY L.L.C." TO "WIH HOTELS L.L.C.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF OCTOBER, A.D. 2005, AT 1:53 O'CLOCK P.M.

3840870 8100

050833932



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4221676

DATE: 10-12-05

TRADEMARK  
REEL: 003174 FRAME: 0556

CERTIFICATE OF AMENDMENT  
TO THE  
AMENDED AND RESTATED CERTIFICATE OF FORMATION  
OF  
PRIME HOSPITALITY L.L.C.

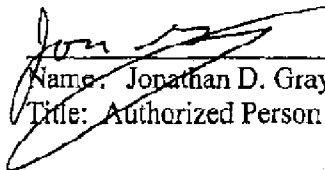
The undersigned, desiring to amend the Amended and Restated Certificate of Formation of Prime Hospitality L.L.C. pursuant to the provisions of Section 18-202 of the Limited Liability Company Act of the State of Delaware, does hereby certify as follows:

FIRST: The name of the limited liability company is Prime Hospitality L.L.C.

SECOND: Article 1 of the Amended and Restated Certificate of Formation shall be amended entirely to read as follows: The name of the limited liability company continued hereby is WIH Hotels L.L.C. (the "Company").

IN WITNESS WHEREOF, the undersigned executed this Amendment to the Amended and Restated Certificate of Formation on this 11th day of October, 2005.

By:

  
Name: Jonathan D. Gray  
Title: Authorized Person

010396-0780-10111-NY02.2481335.1

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:53 PM 10/12/2005  
FILED 01:53 PM 10/12/2005  
SRV 050833932 - 3840870 FILE