TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Navigant International/Rocky Mountain, Inc.		08/29/2005	CORPORATION: COLORADO

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	101 N. Tryon Street, 15th Floor
Internal Address:	NC1-001-15-02
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	1838149	VACATIONSPLUS
Registration Number:	1779244	MANAGING TRAVEL AS YOU MANAGE BUSINESS
Registration Number:	1755772	INTERRES
Registration Number:	1274579	WORLD TRAVEL & INCENTIVES INC.

OP $115.00 1838149

CORRESPONDENCE DATA

Fax Number: (919)416-8339
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 919 286-8049
Email: PTO_TMconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	327000.27017NGSITROCKYCLE
NAME OF SUBMITTER:	Charles L. Evans
Signature:	/Charles L. Evans/
Date:	11/03/2005

Total Attachments: 4
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NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of August 29, 2005 (the "Security Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Grantor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[Signatures on Following Page]

Very truly yours,

NAVIGANT INTERNATIONAL/ROCKY MOUNTAIN, INC., a Colorado corporation

By: _____
Name: John S. Coffman
Title: Vice President

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: _____
Name:
Title:

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Very truly yours,

NAVIGANT INTERNATIONAL/ROCKY MOUNTAIN, INC., a Colorado corporation

By:_____
Name:
Title:

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: Mollie S. Canup
Name: Mollie S. Canup
Title: Vice President

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Schedule 1

Navigant International/Rocky Mountain, Inc.

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
VACATIONSPLUS	1838149	5/31/94
MANAGING TRAVEL AS YOU MANAGE BUSINESS	1779244	6/29/93
INTERRES	1755772	3/2/93
WORLD TRAVEL & INCENTIVES, INC.	1274579	4/17/84

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