

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Grand Bay Management Company		10/11/2005	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Hotel TM Corp.		
Street Address:	10750 West Charleston, Suite 130		
City:	LAS VEGAS		
State/Country:	NEVADA		
Postal Code:	89135		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Serial Number:	75643526	GB	
Serial Number:	73762600	GB	
Serial Number:	75643527	GRAND BAY	
Serial Number:	75980232	GRAND BAY	
Serial Number:	75144222	GRAND BAY CLUB	
Serial Number:	73594112	GRAND BAY HOTEL	
CORRESPONDENCE DATA			
Fax Number:	(973)496-4624		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	9734965139		
Email:	uspto.legal@cendant.com		
Correspondent Name:	Susan Crane		
Address Line 1:	1 Sylvan Way		
Address Line 4:	Parsippany, NEW JERSEY 07054		
ATTORNEY DOCKET NUMBER:	WHISKEY		

CH \$165.00 75643526

NAME OF SUBMITTER:	Susan L. Crane
Signature:	/susanlcrane/
Date:	01/20/2006

Total Attachments: 14

source=wyndham us assignment#page1.tif
source=wyndham us assignment#page2.tif
source=wyndham us assignment#page3.tif
source=wyndham us assignment#page4.tif
source=wyndham us assignment#page5.tif
source=wyndham us assignment#page6.tif
source=wyndham us assignment#page7.tif
source=wyndham us assignment#page8.tif
source=wyndham us assignment#page9.tif
source=wyndham us assignment#page10.tif
source=wyndham us assignment#page11.tif
source=wyndham us assignment#page12.tif
source=wyndham us assignment#page13.tif
source=wyndham us assignment#page14.tif

TRADEMARK AND DOMAIN NAME ASSIGNMENT

This TRADEMARK AND DOMAIN NAME ASSIGNMENT (this "Assignment") is effective this 11 day of October, 2005 ("Effective Date") by and between Wyndham International Inc., a Delaware corporation, Wyndham IP Corporation, a Delaware corporation (successor-in-interest to Wyndham Hotel Company, Ltd.), Wyndham 58th Street, L.L.C., a Delaware limited liability company, and Grand Bay Management Company, a Florida corporation (successor-in-interest to CSMC of Coconut Grove, Inc. and G.B.M. Companies) (together "Assignors") and Hotel TM Corp., a Delaware corporation ("Assignee").

WHEREAS, Assignors hold the trademarks and service marks, including the registrations, applications and common law marks listed on Schedule A attached hereto (the "Trademarks") and the Internet domain name registrations listed on Schedule B attached hereto (the "Domain Names");

WHEREAS, Assignors together with certain other Sellers named therein, and Assignee have entered into that certain Asset Purchase Agreement, dated as of September 13, 2005 (as the same may be amended, modified and/or supplemented from time to time, the "Purchase Agreement");

WHEREAS, the Purchase Agreement provides that (i) Assignors shall assign, transfer, convey and deliver to Assignee and (ii) Assignee shall acquire, all of the right, title and interest of Assignors in, to and under the Trademarks and Domain Names, each in connection with the operation of the Business and all upon the terms and subject to the conditions set forth therein;

WHEREAS, pursuant to the Purchase Agreement, Assignors and Assignee have entered into that certain Trademark and Domain Name Assignment Agreement, dated as of October __, 2005 (the "Assignment Agreement") whereby Assignors assigned, transferred, conveyed and delivered to Assignee and Assignee acquired from Assignors all of Assignors' right, title and interest in, to and under the Trademarks and Domain Names, including any goodwill appurtenant thereto or symbolized thereby.

NOW, THEREFORE, in consideration of the foregoing recitals and the promises and the mutual covenants contained herein and in the Purchase Agreement and the Assignment Agreement, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignors hereby assign, transfer, convey and deliver to Assignee, in perpetuity, any and all of Assignors' right, title and interest in, to, and under (i) the Trademarks, including all registrations therefor and renewals thereof, (ii) the Domain Names, (iii) any and all intellectual property and other proprietary rights in and to such Trademarks and Domain Names, including all goodwill appurtenant thereto or symbolized thereby, (iv) any and all numerical internet protocol address associated with or related to the Domain Names and (v) any and all Legal Actions and rights and remedies at law or in equity, including the right to sue for, collect and retain all damages, profits, proceeds, and all other remedies for past infringements.

misappropriations, or other violations of the Trademarks or Domain Names; (vi) any and all income, royalties, damages and payments now or hereafter due or payable with respect to the Trademarks and Domain Names; and (vii) any and all rights corresponding thereto throughout the world, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives (together, the "Assigned Rights").

2. Assignors authorize the United States Patents and Trademark Office and any state or foreign intellectual property office, as the case may be, to record the Trademarks as the property of Assignee and to issue certificates of registration to Assignee in Assignee's name.


3. Capitalized terms used but not otherwise defined herein shall have the meanings ascribed thereto in the Purchase Agreement and the Assignment Agreement.

4. This Assignment shall be binding upon, and shall inure to the benefit of, the parties hereto and their respective successors and assigns.


IN WITNESS WHEREOF, the parties hereto have executed this Assignment as of the day and year first above written.

ASSIGNORS


WYNDHAM INTERNATIONAL INC., a Delaware corporation

By: 
Name:
Title:


WYNDHAM IP CORPORATION, a Delaware corporation

By: 
Name: Mark Chloupek
Title: Sr. V.P./Chief Counsel - Operations

WYNDHAM 58TH STREET, L.L.C., a Delaware limited liability company

By: 
Name: Mark Chloupek
Title: Sr. V.P./Chief Counsel - Operations


GRAND BAY MANAGEMENT COMPANY, a Florida corporation

By: 
Name: Mark Chloupek
Title: Sr. V.P./Chief Counsel - Operations

ASSIGNEE

HOTEL TM CORP., a Delaware corporation

By: _____


Name: Joel Buckberg

Title: Executive Vice President

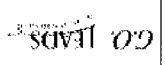
SCHEDULE A
TRADEMARKS

01179607187.docx8\NY03,2466256.2

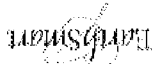
List of Trademarks





US Trademark List - Federal and State Registrations/Applications by Mark







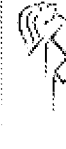
Wyndham International, Inc.


Our File #	Service Mark/ Trademark	Country/ State	App'n No.	Filing Date	Reg. No.	Reg. Date	Goods / Services	Status	Comments
3343		US	76/644,289	04-Aug-2005	N/A	N/A	Business marketing services, namely property to property cross-participating program for promotion of hotel services	Pending	Awaiting Filing Receipt Nov-3-2005

Wyndham IP Corporation


Our File #	Trademark	Country/ State	App'n No.	Filing Date	Reg. No.	Reg. Date	Services	Status	Comments
3021	800-WYNDHAM	US	75/072233	3/22/1996	2077150	07/08/1997	Making hotel reservations for others	Registered	First renewal due Jul-8-2007
3022	888-WYNDHAM	US	75/095722	04/29/1996	2302372	12/21/1999	Making hotel reservations for others	Registered	First renewal due Dec-21-2009
3057	ATLANTIC AMERICAN BAR AND GRILL	US	75/904597	03/28/2000	2525939	01/01/2002	Bar and restaurant services	Registered	Jan-1-2007
3071		US	76/30051	08/15/2004	2795513	12/22/2003	Provision of hotel room lodging wherein environmental conservation measures are utilized	Registered	5 yr. - Aff of Use due Dec-2-2008

Our File #	Trademark	Country/State	App'n No.	Filing Date	Reg. No.	Reg. Date	Services	Status	Comments
3036	HEARTISMART 	US	767293759	08/15/2004	2805925	01/13/2004	Provision of hotel room lodging wherein environmental conservation measures are utilized	Registered	Please Discontinue due Jan-1-2006 5 yr. - Aff of Use due Aug-3-2009
3212		US	76586664	4/14/2004	N/A	N/A	Entertainment services, education services, arranging, conducting and providing facilities for exhibitions, conferences and seminars; hotel and resort services including but not limited to such services in relation to short term or long term accommodation; provision of food and beverages; restaurant, cafe and bar services; temporary accommodation services; providing facilities for exhibitions, conferences and seminars	Pending	Awaiting Notice of Publication Nov-17-2005
3140	 global hotel alliance	US	76583504	03/26/2004	N/A	N/A	Entertainment services, education services, arranging, conducting and providing facilities for exhibitions, conferences and seminars; hotel and resort services including but not limited to such services in relation to short term or long term accommodation; provision of food and beverages; restaurant, cafe and services; temporary accommodation services; providing facilities for exhibitions, conferences and seminars	Pending	Awaiting Notice of Publication Oct-14-2005
3055	JANIE AIR 	US	75462373	12/01/1999	2573670	05/28/2002	Providing a website on global computer networks featuring logos and information relating to travel and tourism	Registered	5 yr. - Aff of Use due May-28-2007

Our file #	Trademark	Country/ State	Appl'n No.	Filing Date	Reg. No.	Reg. Date	Services	Status	Comments
3274	PALLARD'S CHIMBO AND PUSH HOUSE 	US	76589845	04/30/2004	N/A	N/A	Restaurant services	Pending	Response to 2nd Office Action due Dec-17-2005
3056		US	75862372	12/03/1999	2475206	08/07/2001	Computer services, namely providing on-line columns featuring topics and information relating to travel and tourism	Registered	5 yr. - All of Use due Aug-7-2006
3040		US	75283019	04/28/1997	2213900	12/29/1998	Hotel services, beauty salon services and hairdressing salon services	Registered	Renewal due Dec-29-2008
3017		US	75030072	12/08/1995	2008720	10/15/1996	Hotel services (and personal services, namely) beauty salon services and hairdressing salon services	Registered	First Renewal due Oct-15-2006
3064	WHAT'S YOUR REQUEST?	US	76234824	02/20/01	2712900	07/01/2003	Hotel services featuring a frequent guest membership program	Registered	5 yr. - All of Use due Jul-1-2008
3048	WHERE THURLES A WYNBOLAM, TIBBERIES A WAY 	US	75641466	02/26/1998	2,230,481	09/21/1999	Hotel services and travel agency services, namely, making reservations and booking for temporary lodging	Registered	All of Use 6 th Yr Sep-21-2008
3042		US	75315577	06/27/1997	2183870	08/25/1998	Promoting the goods and services of others through contests	Registered	Renewal due Aug-25-2008
3047		US	75446306	03/09/1998	2228677	03/02/1999	Hotel services	Registered	First renewal due Mar-2-2009

Our File #	Trademark	Country/State	App'n No.	Filing Date	Reg. No.	Reg. Date	Services	Status	Comments
3043	WOMEN ON THEIR WAY	US	75336356	08/05/1997	2254292	06/15/1999	Hotel services	Registered	Renewal due Jun-15-2009
3138	WYNDHAM	US	74244942	02/10/1992	2859133	07/06/2004	Hotel services; namely, providing lodgings, rooms and meals and personal services; namely, beauty salon and hairdressing salon services	Registered ¹	5 yr - Aff of Use due Jul-6-2009
3042	WYNDHAM	Florida	N/A	06/13/1983	929712	06/13/1983	(None provided)	Registered	Next Renewal due Jun-13-2013
3026	WYNDHAM	Georgia	N/A	09/18/1986	S-7039	09/18/1986	Hotel services	Registered	Next Renewal due Sep-18-2006
3009	WYNDHAM	Texas	N/A	02/03/1983	4139417	02/08/1983	Hotel services	Registered	Next Renewal due Feb-8-2013
3016	WYNDHAM	Puerto Rico	(not provided)	05/22/1992	31307	02/17/1993	Hotel services	Registered	Renewal due Feb-17-2013
3053	WYNDHAM BYREQUEST	US	75844792	11/08/1999	2530706	03/19/2002	Hotel services (aircraft and frequent guest membership)	Registered	5 yr - Aff of Use due Mar-19-2007
3068	WYNDHAM CASA MARINA	Florida			12,002,651	06/11/2002	Hotel and resort services	Registered	First renewal due Jun-11-2012
3010	WYN CLUB	US	73605612	06/23/1986	1442514	06/09/1987	Hotel reservation services	Registered	First renewal due Jun-09-2007
3061	WYNDHAM FAMILY RETREAT	US	76209227	02/07/2001	2638530	10/22/2002	Hotel services	Registered	5 yr - Aff of Use due Oct-22-2007
3007	WYNDHAM GARDEN	US	74246564	02/14/1992	1962596	03/19/1996	Hotel services; namely, providing lodgings, rooms and meals	Registered	First renewal due Mar-19-2006
3005	WYNDHAM GARDEN HOTEL	Minnesota	N/A	10/12/1990	16723	10/12/1990	Hotel services	Registered	Next Renewal Oct-12-2010
3301	WYNDHAM HISTORIC HOTEL	US	76594039	05/25/2004	N/A	N/A	Hotel services; namely, providing lodgings, rooms and meals	Pending	Awaiting Notice of Publication Sep-08-2005
3019	 WYNDHAM HOTELS & RESORTS	US	75052904	02/01/1996	2096650	09/16/1997	Hotel services	Registered	First renewal due Sep-16-2007

¹ Registration covers "the entire United States with the exception of the city limits of Anshel, Pennsylvania and the Borough of Manhattan in the City and State of New York." On September 1, 2005, Wyndham submitted a formal request to the United States Patent and Trademark Office requesting that the registration be amended to remove the territorial restriction of the Borough of Manhattan in the City and State of New York.

Our File #	Trademark	Country/ State	Appl'n No.	Filing Date	Reg. No.	Reg. Date	Services	Status	Comments
3064	WYNDHAM INTERNATIONAL	US	75421935	01/22/1998	2300685	12/4/1999	Hotel services, beauty salon and hairdressing services, and restaurant services	Registered	6 yr. ... AIF of Use due Dec-14-2005
3093	WYNDHAM INTERNATIONAL	Puerto Rico	(not provided)	07/13/1999	45885	07/13/1999	Hotel services, beauty salon and hairdressing services, and restaurant services	Registered	First renewal due Jul-13-2009
3062	WYNDHAM KIDS RETREAT	US	76209228	02/07/2001	2620244	09/17/2002	Hotel services	Registered	5 yr. ... AIF of Use due Sep-17-2007
3069	WYNDHAM 	US	76293499	07/31/2001	2730198	06/24/2003	Business marketing services, namely property to property cross-marketing program for promotion of hotel services	Registered	5 yr. ... AIF of Use due Jun-24-2008
3089	WYNDHAM LUXURY RESORTS	US	75998228	01/25/2000	2444235	04/17/2003	Hotel and resort services	Registered	5 yr. ... AIF of Use due Apr-17-2006
3134	WYNDHAM OWNERSHIP RESORTS	US	76461998	10/28/2002	N/A	N/A	Real estate services, namely financing, management, brokerage and leasing of time share properties	Pending	Statement of Use/4th Ext. Oct-21-2005
3351	WYNDHAM SUITES	US	76634379	04/24/2005	N/A	N/A	Hotel services, namely providing lodging, rooms, and meals, and hotel management services	Pending	Awaiting Office Action Sep-25-2005
3063	WYNDHAM VACATION CLUB	US	76430347	07/12/2002	N/A	N/A	Real estate services, namely providing financing, management, brokerage and leasing of timeshare properties	Pending	Start of Use/4th Ext. Oct-14-2005
3135	WYNDHAM VACATION CLUB and Design	US	76465709	11/12/2002	N/A	N/A	Real estate services, namely providing financing, management, brokerage and leasing of timeshare properties	Pending	Statement of Use/4th Ext. Oct-14-2005
3273	WYNDHAM VACATION OWNERSHIP and Design	US	76589544	04/30/2004	N/A	N/A	Real estate services, namely providing financing, management, brokerage and leasing of timeshare properties	Pending	Awaiting Notice of Publication Nov-03-2005
3133	WYNDHAM VACATION RESORTS	US	76462600	10/28/2002	N/A	N/A	Real estate services, namely financing, management, brokerage and leasing of time	Pending	Statement of Use/4th Ext. Oct-14-2005

Our File #	Trademark	Country/ State	App'n No.	Filing Date	Reg. No.	Reg. Date	Services	Status	Comments
3344	WYNDHAM VACATION OWNERSHIP RESORTS	US	76618514	08/27/2004	N/A	N/A	share properties Real estate services, namely, financing, management, brokerage and leasing of timeshare properties	Pending	Awaiting Notice of Publication Nov-27-2005
3058	WYNDHAM VACATIONS MEMBERS. LET US TAKE YOU THERE.	US	75935739	03/03/2000	2447759	05/01/2001	Hotel services	Registered	5 yr. ... Aff of Use due May-1-2006
3072	WYNDHAM WEBRATES	US	76293447	07/31/2001	2942395	04/19/05	Hotel services featuring a program offered via the Internet where in participants receive accommodations in selected hotels at a discounted rate	Published	5 yr. ... Aff of Use due Apr-19-2010
3060	WYNDHAM WORLD	US	75931500	02/29/2000	2825451	03/23/2004	Hotel services namely offering high-technology room furnishings upgrades to business travelers	Registered	5 yr. ... Aff of Use due Mar-23-2009

Wyndham Hotel Company

Our File #	Service Mark/ Trademark	Country/ State	App'n No.	Filing Date	Reg. No.	Reg. Date	Goods / Services	Status	Comments
3028	WYNDHAM	Wisconsin	00415442	05/11/1988	S-7039	05/11/1988	Hotel services	Registered	Renewals Due May-22-2008


Wyndham Hotel Company, Ltd.

Our File #	Service Mark/ Trademark	Country/ State	App'n No.	Filing Date	Reg. No.	Reg. Date	Goods / Services	Status	Comments
3029	WYNDHAM	Illinois	N/A	N/A	055828	08/11/1986	Hotel services	Registered	Renewals Due Aug-31-2006


Wyndham 58th Street, L.L.C.

Our File #	Service Mark/ Trademark	Country/ State	App'n No.	Filing Date	Reg. No.	Reg. Date	Goods / Services	Status	Comments
3348	WYNDHAM	New York	S-15042	06/12/1996	S-19103	2/17/2005	Hotel services	Registered	Renewal Due Feb-17-2015
3380	THE WYNDHAM HOTEL (Stylized Letters)	New York	S-15041	06/12/1996	S-19102	2/17/2005	Hotel services	Registered	Renewal Due Feb-17-2015
3349	THE WYNDHAM and Design	New York	S-15040	06/12/1996	S-19101	2/17/2005	Hotel services	Registered	Renewal Due Feb-17-2015

CSMC of Coconut Grove, Inc.

Our File #	Service Mark/ Trademark	Country/ State	App'n No.	Filing Date	Reg. No.	Reg. Date	Goods / Services	Status	Comments
3327		Virgin Islands, American	(not provided)	(not provided)	1547778	11-Jul-1989	Hotel services	Registered	Renewal due Jul-11-2009
3328	GRAND DAY HOTEL	Virgin Islands, American	(not provided)	(not provided)	1438386	28-Apr-1987	Hotel services	Registered	Renewal due Apr-28-2007

Grand Bay Management Company

Our File #	Service Mark / Trademark	Country/ State	Appl'n No.	Filing Date	Reg. No.	Reg. Date	Goods/Services	Status	Comments
3322		US	750643526	19-Feb-1999	2548963	19-Feb-2002	Resort hotels; health spa services; restaurant services; catering services; night club services	Registered	Aff. of Use -- 5th Year -- Feb-19-2007
3323		US	73762680	08-Nov-1988	1547778	11-Jul-1989	Hotel services	Registered	First Renewal Jul-11-2009
3324	GRAND BAY	US	750643527	19-Feb-1999	2683997	04-Feb-2003	Resort hotels; health spa services; restaurant services; catering services; night club services	Registered	Aff. of use -- 5th Year -- Feb-4-2008
3325	GRAND BAY	US	75080232	15-Apr-1994	2564568	23-Apr-2002	Health clubs; health spas; restaurants; catering; providing public bathing facilities, namely cabanas, and night club services	Registered	Aff. of Use -- 5th Year -- Apr-23-2007

Our File #	Service Mark / Trademark	Country / State	App'n No.	Filing Date	Reg. No.	Reg. Date	Goods/Services	Status	Comments
3321	GRAND BAY CLUB	US	75/144232	02-Aug-1996	2187097	08-Sep-1998	Beach club services	Registered	Renewal Due - Sep-8-2008
3326	GRAND BAY HOTEL	US	73/594112	18-Apr-1986	1438186	28-Apr-1987	Hotel services	Registered	Renewal Due - Apr-28-2007

G.B.M. Companies

Our File #	Service Mark / Trademark	Country / State	App'n No.	Filing Date	Reg. No.	Reg. Date	Goods / Services	Status	Comments
	GRAND BAY HOTEL FLORIDA	Florida			104,925				