

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Submission to correct an error on the cover sheet previously recorded on Reel 1000, Frame 129, to correct the entity type of the conveying party to a "New York" corporation

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
S & H Motivation, Inc.		01/29/1993	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	S & H Citadel, Inc.
Street Address:	325 High Street
City:	Metuchen
State/Country:	NEW JERSEY
Postal Code:	08840
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1383346	TRAVPASS

CORRESPONDENCE DATA

Fax Number: (612)332-9081
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 612/332-5300
 Email: rerickson@merchantgould.com
 Correspondent Name: Christopher J. Schulte
 Address Line 1: P.O. Box 2910
 Address Line 4: Minneapolis, MINNESOTA 55402-0910

ATTORNEY DOCKET NUMBER:	6973.215-US-01
NAME OF SUBMITTER:	Christopher Schulte
Signature:	/Christopher Schulte/

CH \$40.00 1383346

Date:

08/14/2006

Total Attachments: 3

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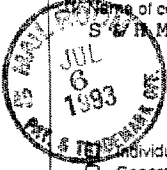
FORM PTO-1594
1-3-92

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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



1/ Name of conveying party(ies):
S & H Motivation, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other

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

2/ Name and address of receiving party(ies):
Name: S & H Citadel, Inc.

Internal Address: _____

Street Address: 325 High Street

City: Metuchen State: NJ ZIP: 08840

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Delaware
 Other

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: 01

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: January 29, 1993

4/ Application number(s) or registration number(s):
A. Trademark Application No.(s)

B. Trademark registration No.(s)
1,383,346
1,676,993
1,588,130
1,729,803

Additional numbers attached? Yes No

5/ Name and address of party to whom correspondence concerning document should be mailed:
Name: Karl F. Milde, Jr.

Internal Address: SPRING HORN KRAMER & WOODS

Street Address: 660 White Plains Road
4th Floor
10591-

City: Tarrytown State: NY ZIP: 5144

6/ Total number of applications and registrations involved: 4

7/ Total fee (37 CFR 3.41): \$ 115.00

Enclosed
 Authorized to be charged to deposit account

8/ Deposit account number: 19-3869

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

DO NOT USE THIS SPACE			
DS20196	07/22/93	1383346	40.00CH
DS20197	07/22/93	1383346	75.00CH

89141015

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.

Karl F. Milde, Jr.
 Name of Person Signing

Karl F. Milde 7/2/92
 Signature Date

Total number of pages comprising cover sheet: 3/10

OMB No. 0651-0011 (exp. 4/94)

ASSIGNMENT OF U.S. TRADEMARKS

WHEREAS, S&H MOTIVATION, INC., a New York corporation ("Assignor"), is the sole and exclusive owner of the United States trademark registrations described on Exhibit A attached hereto and made a part hereof; and

WHEREAS, S&H CITADEL, INC., a Delaware corporation ("Assignee"), desires to acquire the entire right, title and interest in, to and under the said marks and the registrations thereof;

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00), to it in hand paid by said Assignee, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and set over to Assignee all its right, title and interest in, to and under said marks and registrations, together with the goodwill of the business symbolized by the marks, together with all rights and privileges granted and secured thereby, including the right to sue and recover for any past infringement, and said rights to be held and enjoyed by said Assignee, for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives as fully and entirely as the same would have been held and enjoyed by said Assignor if this Assignment and sale had not been made.

AND, Assignor hereby represents and warrants that it has full right to convey the entire interest herein assigned.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment by its proper officers thereunto duly authorized.

S&H MOTIVATION, INC., a New York corporation

JAN 29 1993

By: [Signature]
Its: Vice President, Finance & Operations

STATE OF NEW YORK)
COUNTY OF New York) SS

Subscribed and sworn to before me
this 29th day of JANUARY, 1993.

[Signature]
(Notary Public)

My Commission Expires
Notary Public, State of New York
Commission Expires 01/29/93

DLG0911 01/12/93

REEL 1000 FRAME 130
TRADEMARK

EXHIBIT A

<u>U.S. Reg. No.</u>	<u>Date of Registration</u>	<u>Marks</u>
1,383,346	February 19, 1986	TravPass
1,676,993	February 25, 1992	Bravo!
1,588,130	March 20, 1990	Bank on the Best
1,729,803	November 9, 1992	Helping Business Recognize Excellence

* * *

ADDRESS OF ASSIGNEE

The address of the principal place
of business of S&H Citadel, Inc., the Assignee, is:

325 High Street
Metuchen, New Jersey 08840

TRADEMARK

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OFFICE

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