

02-23-2007

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To the Director of the U. S. Patent and Trademark Office

Documents of the new address(es) below.

2.22.07

1. Name of conveying party(ies):

Olson Travelworld Holding, Inc.

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) February 13, 2007

- Assignment Merger
- Security Agreement Change of Name
- Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Noel Group, LLC

Internal _____

Address: _____

Street Address: 22 E. Mifflin St., Suite 1000

City: Madison

State: Wisconsin

Country: United States Zip: 53703

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other LLC Citizenship Wisconsin

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

02/22/2007 DBYRNE 00000154 0558366

B. Trademark Registration No.(s)

0558366 and 1686774

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

Word Mark: TRAVELWORLD

Word Mark: OLSON TRAVELWORLD

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Ronald T. Skrenes

Internal Address: _____

Street Address: 1257 Main Street

City: Stevens Point

State: Wisconsin Zip: 54481

Phone Number: (715) 344-0890

Fax Number: (715) 344-2892

Email Address: rts@andlaw.com

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$65.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

9. Signature:

John M. Noel
Signature

2-13-07
Date

John M. Noel

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 003487 FRAME: 0914

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS ("Assignment") is made this 13th day of February, 2007, by and between Olson Travelworld Holding, Inc., a Wisconsin corporation, with its principal place of business at 1145 Clark Street, Stevens Point, Wisconsin 54481 ("Olson") and Noel Group, LLC, a Wisconsin limited liability company, with its principal place of business at 1145 Clark Street, Stevens Point, Wisconsin 54481 ("Noel Group").

WHEREAS, Olson is the owner of certain trademarks registered with the United States Patent and Trademark Office more particularly described on Exhibit A attached hereto and made a part hereof (the "Trademarks"); and

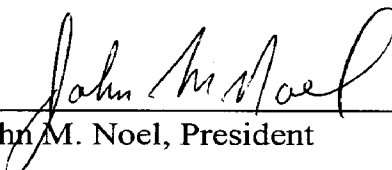
WHEREAS, Olson desires to assign and Noel Group desires to acquire all of Olson's right, title, and interest in and to the Trademarks and all goodwill associated therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

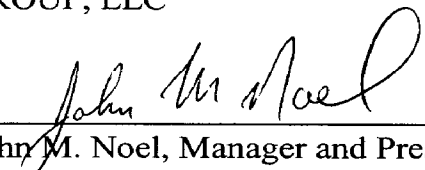
1. Assignment of Trademarks. Olson hereby irrevocably and exclusively assigns and transfers to Noel Group all of its right, title, and interest in and to the Trademarks, including but not limited to, (i) all goodwill associated with the Trademarks, and (ii) all right, title, and interest in and to any and all claims and demands, known or unknown, that it may have, at law or in equity, for past infringement of the Trademarks.
2. Acceptance. Noel Group hereby accepts the foregoing assignment.
3. Miscellaneous. The undersigned each warrant and represent that they have been duly authorized to execute this Assignment. The provisions of this Assignment shall be binding upon and inure to the benefit of each of the parties and their respective successors and assigns.

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

OLSON TRAVELWORLD HOLDING, INC.

By: 
John M. Noel, President

NOEL GROUP, LLC

By: 
John M. Noel, Manager and President

STATE OF WISCONSIN)
) ss.
COUNTY OF PORTAGE)

Personally came before me the 13th day of February, 2007, the above-named John M. Noel, to me known to be the person who executed the foregoing instrument, and to me known to be the President of Olson Travelworld Holding, Inc., a Wisconsin corporation, and Manager and President of Noel Group, LLC, a Wisconsin limited liability company, who being first duly sworn, acknowledged that he executed said instrument and stated that the same is true.

SEAL

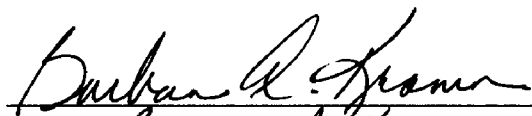
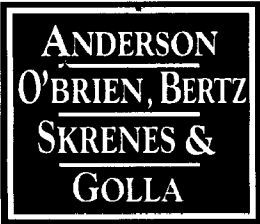

Name: Barbara A. Kramer
Notary Public, State of Wisconsin
My commission expires: March 21, 2010.

EXHIBIT A

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
OLSON TRAVELWORLD	1686774	May 12, 1992
TRAVELWORLD	0558366	April 29, 1952



GERALD M. O'BRIEN*
THOMAS W. BERTZ
RONALD T. SKRENES**
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KEITH J. PILGER

OF COUNSEL:
JOHN E. SHANNON, JR.
MAURICE G. RICE, JR.

IN MEMORIAM:
HIRAM D. ANDERSON, JR.
1946-2006

Celebrating Over
120
Years of Excellence
1886-2006

ATTORNEYS AT LAW
Est. 1886

*Certified Civil Trial Specialist by National Board of Trial Advocacy

**Certified Estate Planning Law Specialist by Estate Law Specialist Board, Inc.

KEITH J. PILGER
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February 16, 2007

Mail Stop Assignment Recordation Services
Director of the USPTO
P.O. Box 1450
Alexandria, VA 22313-1450

CERTIFIED MAIL
RETURN RECEIPT REQUESTED
7000 0520 0013 8590 8880

In Re: Assignment of Trademarks
Trademark Registration Nos.: 0558366 and 1686774
Our File: 15,282.011

Dear Sir or Madam:

Enclosed for filing please find an Assignment of Trademarks for the word mark "TRAVELWORD" and the word mark "OLSON TRAVELWORLD." Also enclosed is a check in the amount of \$65.00 the required filing fee.

Please acknowledge your receipt of the enclosures by returning to us the enclosed postcard.

If you have any questions regarding this assignment, please do not hesitate to call.

Sincerely,

ANDERSON, O'BRIEN, BERTZ,
SKRENES & GOLLA

By 
Keith J. Pilger

KJP:lm/278492
Enclosures