

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|--|--|---------------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 08/01/1999 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Overseas Adventure Travel Partners, Inc. | | 07/29/1999 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Grand Circle LLC | | |
| Street Address: | 347 Congress Street | | |
| City: | Boston | | |
| State/Country: | MASSACHUSETTS | | |
| Postal Code: | 02210 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2564856 | OVERSEAS ADVENTURE TRAVEL | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (617)646-8646 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Email: | drwtrademarks@wolfgreenfield.com | | |
| Correspondent Name: | Douglas R. Wolf | | |
| Address Line 1: | 600 Atlantic Avenue | | |
| Address Line 4: | Boston, MASSACHUSETTS 02210 | | |
| ATTORNEY DOCKET NUMBER: | G0685.40000US00 | | |
| NAME OF SUBMITTER: | Douglas R. Wolf | | |
| Signature: | /drw/ | | |

CH \$40.00 2564856

Date:

08/24/2007

Total Attachments: 2

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CERTIFICATE OF MERGER
(DELAWARE)
OF
GRAND CIRCLE TRAVEL, INC.
AND
TRAVEL VENTURES, INC.,
Massachusetts corporations,
AND
OVERSEAS ADVENTURE TRAVEL PARTNERS, INC.,
a Delaware corporation,
INTO
GRAND CIRCLE LLC,
a Delaware limited liability company

GRAND CIRCLE LLC, a limited liability company organized under the Delaware Limited Liability Company Act (the "Delaware Act"), for the purpose of merging with another entity pursuant to Sections 18-209 and 264 of the Delaware Act", hereby certifies that:

1. The name and jurisdiction of each of the entities that are parties to the merger are:

| <u>Name</u> | <u>Jurisdiction</u> |
|--|---------------------|
| Grand Circle LLC | Delaware |
| Grand Circle Travel, Inc. | Massachusetts |
| Travel Ventures, Inc. | Massachusetts |
| Overseas Adventure Travel Partners, Inc. | Delaware |

(Grand Circle LLC, a Delaware limited liability company, is sometimes hereinafter referred to as the "Delaware LLC" and Grand Circle Travel, Inc., Overseas Adventure Travel Partners, Inc. and Travel Ventures, Inc. are sometimes hereinafter referred to collectively as the "Constituent Corporations".)

2. An Agreement of Merger has been approved and executed by each of the Delaware LLC and the Constituent Corporations, in accordance with the governing documents and the governing law for each such entity.
3. The name of the surviving entity is Grand Circle LLC.
4. The Agreement of Merger will be kept on file at the following place of business of the surviving entity: 347 Congress Street, Boston, MA 02110.
5. A copy of the Agreement of Merger will be furnished by the Delaware LLC, on request and without cost, to any member of the Delaware LLC or the stockholders of the Constituent Corporations.
6. The effective date of the merger shall be August 1, 1999.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 29th day of July, 1999, and is being filed as required by Section 18-209 of the Delaware Act by persons duly authorized by Grand Circle LLC, the surviving entity in the merger.

GRAND CIRCLE LLC

By: 
Alan E. Lewis, Manager