

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Homes Away, Inc.		11/30/2007	CORPORATION: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	HomeAway, Inc.		
<b>Street Address:</b>	3801 S. Capital of Texas Hwy, Suite 150		
<b>City:</b>	Austin		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78704-5561		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77064734	HOMESAWAY	
<b>Serial Number:</b>	77064489	HOMES AWAY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(512)480-5838		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	512-480-5638		
<b>Email:</b>	ohawkins@gdhm.com		
<b>Correspondent Name:</b>	Orlesia A. Hawkins		
<b>Address Line 1:</b>	401 Congress Avenue, Suite 2200		
<b>Address Line 4:</b>	Austin, TEXAS 78701		
<b>ATTORNEY DOCKET NUMBER:</b>	A21450.9		
<b>NAME OF SUBMITTER:</b>	Orlesia A. Hawkins		
<b>Signature:</b>	/oah/		
<b>Date:</b>	12/05/2007		

CH \$65.00 77064734

**Total Attachments: 5**

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## TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is entered into on November 30, 2007 (the "Effective Date"), by and between Homes Away, Inc. with its place of business in Toronto, Canada ("Assignor") and HomeAway, Inc., a Delaware corporation with its place of business in Austin, Travis County, Texas ("Assignee").

Whereas, the parties have entered into a Release and Settlement Agreement simultaneously with this Assignment;

Whereas, Assignor is the owner of all right, title and interest in, to and under the marks "HOMESAWAY" and "HOMES AWAY" throughout the world, including the domain name "homesaway.com" and the U.S. federal trademark applications and Canada trademark applications for the "HOMESAWAY" and "HOMES AWAY" marks identified in the attached Schedule A (hereinafter collectively referred to as the "HSA Marks"); and

Whereas, Assignor has agreed to transfer and assign to Assignee and Assignee agrees to accept the transfer and assignment of all of Assignor's worldwide right, title and interest in, to and under Assignor's HSA Marks;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby transfer and assign to Assignee all of Assignor's worldwide right, title and interest in, to and under the HSA Marks, together with the goodwill of the business associated with and symbolized by the HSA Marks. This assignment includes the right to sue and recover damages or obtain injunctive relief for past and future infringement, misappropriation, or violation of Assignor's rights in the HSA Marks and to bring any proceeding in the United States Patent and Trademark Office or any equivalent agency in the United States or any other country for cancellation or opposition or other proceeding in connection with the HSA Marks. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignor had this assignment not been made.

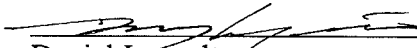
Assignor further agrees it will execute and deliver all such further instruments or documents, at Assignee's expense, as may be reasonably necessary to carry out the purposes of this Assignment.

This Assignment will be governed by and enforced in accordance with the principles of the laws of the State of Texas, without giving effect to any conflicts of law principles.

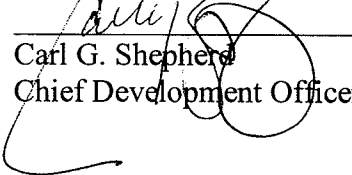
IN WITNESS WHEREOF, the parties have caused this Assignment to be executed by their duly authorized representatives on this 30<sup>th</sup> day of November, 2007.

[SIGNATURE PAGE FOLLOWS]

**HOMES AWAY, INC.**

By:   
Daniel Legault  
Its: President and CEO

**HOMEAWAY, INC.**

By:   
Carl G. Shepherd  
Its: Chief Development Officer

**SCHEDULE A**

**TRADEMARK APPLICATIONS**

<b>MARK</b>	<b>COUNTRY</b>	<b>APPLICATION NO.</b>	<b>FILING DATE</b>	<b>GOODS/SERVICES</b>
HOMESAWAY	U.S.	77/064734	12/14/06	<p>IC 016: Printed publications, namely books, brochures, newsletters and pamphlets in the field of travel and travel destinations.</p> <p>IC 043: Travel agency services, namely, arranging specialty vacations, namely, making reservations and booking for temporary lodging; consultation in the field of dining and temporary accommodations; travel agency services, namely, making reservations and bookings for temporary lodging and restaurants.</p> <p>IC 039: Arranging travel tours; travel agency services, namely, arranging specialty vacations, and making reservations and bookings for transportation; arranging travel tours, namely, vacations and travel tours to the specification of others; consultation in the field of travel destinations; consultation services in the field of excursions; organization of travel via a global computer network; special event planning; providing information about specialty vacations, travel tours and travel destinations via a global computer network; providing a website featuring information in the fields of travel services, travel destinations, and the organization of customized specialty vacations.</p>
HOMES AWAY	U.S.	77/064489		<p>IC 016: Printed publications, namely books, brochures, newsletters and pamphlets in the field of travel and travel destinations.</p> <p>IC 043: Travel agency services,</p>

				<p>namely, arranging specialty vacations, namely, making reservations and booking for temporary lodging; consultation in the field of dining and temporary accommodations; travel agency services, namely, making reservations and bookings for temporary lodging and restaurants.</p> <p>IC 039: Arranging travel tours; travel agency services, namely, arranging specialty vacations, and making reservations and bookings for transportation; arranging travel tours, namely, vacations and travel tours to the specification of others; consultation in the field of travel destinations; consultation services in the field of excursions; organization of travel via a global computer network; special event planning; providing information about specialty vacations, travel tours and travel destinations via a global computer network; providing a website featuring information in the fields of travel services, travel destinations, and the organization of customized specialty vacations.</p>
HOMESAWAY	Canada	1305703	6/16/06	<p>Printed publications, namely books, brochures, newsletters and pamphlets.</p> <p>T-shirts.</p> <p>Arranging specialty vacations and travel tours; design and provision of custom vacations and travel tours; providing advice with respect to travel destinations, accommodations, dining and local attractions; organizing travel, dining and lodging reservations; event planning.</p> <p>Providing information on specialty vacations, travel tours and travel destinations via a global computer network; operation of an Internet website offering information in the fields of travel services, travel</p>

				destinations, and the organization of customized specialty vacations.
HOMES AWAY	Canada	1305706	6/16/06	<p>Printed publications, namely books, brochures, newsletters and pamphlets.</p> <p>T-shirts.</p> <p>Arranging specialty vacations and travel tours; design and provision of custom vacations and travel tours; providing advice with respect to travel destinations, accommodations, dining and local attractions; organizing travel, dining and lodging reservations; event planning.</p> <p>Providing information on specialty vacations, travel tours and travel destinations via a global computer network; operation of an Internet website offering information in the fields of travel services, travel destinations, and the organization of customized specialty vacations.</p>