

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Clipper Cruise Line, Inc.		12/14/2007	CORPORATION: MISSOURI
<b>RECEIVING PARTY DATA</b>			
Name:	Clipper Cruise Line, LLC		
Street Address:	11969 Westline Industrial Drive		
City:	St. Louis		
State/Country:	MISSOURI		
Postal Code:	63146-3220		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	2395932	THE BEAUTY OF SMALL-SHIP ADVENTURE TRAVEL	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(314)238-2401		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	314-238-2400		
Email:	trademarks@patpro.com		
Correspondent Name:	Carol J. Hamilton		
Address Line 1:	12412 Powerscourt Drive		
Address Line 2:	Suite 200		
Address Line 4:	St. Louis, MISSOURI 63131		
ATTORNEY DOCKET NUMBER:	INTA 0000		
NAME OF SUBMITTER:	Carol J. Hamilton		
Signature:	/carol j hamilton/		
Date:	12/21/2007		

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Total Attachments: 2

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CONFIRMATION AND  
ASSIGNMENT

WHEREAS, Clipper Cruise Line, Inc., a corporation formerly organized under the laws of the State of Missouri, owned and used in connection with its business, the following mark which is registered with the United States Patent and Trademark Office:

<u>U.S. Reg.</u>	<u>Mark</u>
2395932	THE BEAUTY OF SMALL-SHIP ADVENTURE TRAVEL

WHEREAS, in January 2006, Clipper Cruise Line, Inc., transferred all of its assets and business, including the above-identified mark, the goodwill symbolized by the mark, and the registration for the mark, to Clipper Cruise Line, LLC, a limited liability company organized under the laws of the State of Delaware and having its principal place of business at 11969 Westline Industrial Drive, St. Louis, Missouri 63146-3220; and

WHEREAS, Clipper Cruise Line, Inc., and Clipper Cruise Line, LLC, desire to confirm and ratify the transfer of the mark and registration in a document suitable for recording in the United States Patent and Trademark Office;

NOW THEREFORE, for good and valuable consideration previously given by Clipper Cruise Line, LLC, to Clipper Cruise Line, Inc., receipt of which is hereby acknowledged, Clipper Cruise Line, Inc., does hereby sell, assign and transfer and does further ratify and confirm the previous transfer unto Clipper Cruise Line, LLC, of all right, title and interest in and to the above-identified mark, together with the goodwill of the business symbolized by the mark, and the registration for the mark, including the right to sue for past infringements.

Signed at St. Louis, Missouri, this 14th day of DECEMBER, 2007.

CLIPPER CRUISE LINE, INC.

By Michael F. Doiron  
Michael F. Doiron  
Vice President – Finance & Treasurer

STATE OF MISSOURI     )  
  ) SS.  
COUNTY OF ST. LOUIS    )

On this 14th day of December, 2007, Michael F. Doiron, known to me to be the Vice President – Finance & Treasurer of Clipper Cruise Line, Inc., personally appeared before me and acknowledged that he signed the foregoing document in the capacity therein set forth.

Cynthia J. Tandler  
Notary Public

My Commission Expires:

