

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
U.S. Franchise Systems, Inc.		10/07/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

<b>Name:</b>	America's Best Inn, Inc.
<b>Street Address:</b>	50 Glenlake Parkway
<b>Internal Address:</b>	Suite 350
<b>City:</b>	Atlanta
<b>State/Country:</b>	GEORGIA
<b>Postal Code:</b>	30328
<b>Entity Type:</b>	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	2057353	SWEET SUITE RATES!
Registration Number:	1647732	BEST SUITES OF AMERICA
Registration Number:	2947153	BEST INNS OF AMERICA
Registration Number:	2947146	BEST INN
Registration Number:	2880406	AMERICA'S BEST INN
Registration Number:	2877997	AMERICA'S BEST INNS
Registration Number:	2875693	AMERICA'S BEST INNS & SUITES
Registration Number:	2875692	AMERICA'S BEST SUITES
Registration Number:	3081844	AMERICA'S BEST INN & SUITES
Registration Number:	3146540	AMERICA'S BEST TRAVELER

CORRESPONDENCE DATA

Fax Number: (404)252-0970  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

OP \$265.00 2057353

Phone: 404-252-0900  
Email: jeff@sladlaw.com  
Correspondent Name: Jeffrey B. Sladkus, Esq.  
Address Line 1: 1519 Wesley Parkway  
Address Line 4: Atlanta, GEORGIA 30327

NAME OF SUBMITTER:	Jeffrey B. Sladkus
Signature:	/Jeffrey B. Sladkus/
Date:	03/10/2008

Total Attachments: 3  
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## TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (hereinafter referred to as "Assignment") is, effective as of the 7 day of October, 2005, by and between U.S. Franchise Systems, Inc., a Delaware corporation (hereinafter referred to as "ASSIGNOR"), and America's Best Inn, Inc., a Delaware corporation (hereinafter referred to as "ASSIGNEE").

WHEREAS, the parties hereto and certain additional parties have entered into that certain Franchise System Purchase Agreement, dated as of the date hereof (the "Purchase Agreement"), pursuant to which ASSIGNEE is acquiring the Purchased Assets and assuming the Assumed Liabilities;

WHEREAS, ASSIGNOR owns and has used various trademarks listed on the attached Schedule A (collectively, "Trademarks");

WHEREAS, ASSIGNOR has acquired goodwill associated with and symbolized by said Trademarks, is using the Trademarks, and has not abandoned the same;

WHEREAS, ASSIGNEE is desirous of acquiring all rights, title, and interest in and to the Trademarks worldwide; and

WHEREAS, ASSIGNOR is willing to assign to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the Trademarks worldwide.

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

1. Capitalized Terms: Capitalized terms used but not defined herein shall have the meanings for such terms that are set forth in the Purchase Agreement.
2. Assignment: ASSIGNOR hereby assigns and sells to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the Trademarks together with the goodwill of the business in connection with which the Trademarks are used and which is symbolized by said Trademarks and all claims for damages by reason of past infringement with the right to sue for and collect the same for its own use and benefit, and for the use and on behalf of its successors, assigns and other legal representatives.

(Signature page follows)

ASSIGNOR:

U.S. FRANCHISING SYSTEMS, INC.

By: *[Signature]*  
Its: EVP, Franchise Operations

SUBSCRIBED and SWORN to before me  
this 7<sup>th</sup> day of October, 2005.

*[Signature]*  
Notary Public

My Commission Expires: \_\_\_\_\_ My Commission Expires  
14th of June 2007

Schedule A

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
Sweet Suite Rates	2,057,353	April 29, 1997
Best Suites of America & Design	1,647,732	
Best Inns of America & Design	2,947,153	June 11, 1991
Georgia - Best Traveler	S-18366	
Best Inn & Design	2,947,146	
America's Best Inn	2,880,406	August 31, 2004
America's Best Inns	2,877,997	August 24, 2004
America's Best Inns & Suites	2,875,693	August 17, 2004
America's Best Inn & Suites	78,483,894	September 15, 2004
America's Best Suites	2,875,692	August 17, 2004
America's Best Traveler	78,487,656	