

**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>
Traveleaders LLC		08/10/2008	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Travel Acquisitions Holdings, LLC		
<b>Street Address:</b>	6442 City West Parkway		
<b>City:</b>	Eden Prairie		
<b>State/Country:</b>	MINNESOTA		
<b>Postal Code:</b>	55344		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3170741	TRAVELEADERS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(612)332-9081		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	612/332-5300		
<b>Email:</b>	rerickson@merchantgould.com		
<b>Correspondent Name:</b>	Christopher J. Schulte		
<b>Address Line 1:</b>	P.O. Box 2910		
<b>Address Line 4:</b>	Minneapolis, MINNESOTA 55402		
<b>ATTORNEY DOCKET NUMBER:</b>	16140.2US01		
<b>NAME OF SUBMITTER:</b>	Christopher J. Schulte		
<b>Signature:</b>	/Christopher J. Schulte/		
<b>Date:</b>	09/10/2008		

OP \$40.00 3170741

Total Attachments: 1  
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ASSIGNMENT

WHEREAS, Traveleaders LLC ("Assignor"), a Delaware limited liability company, having an office at 6442 City West Parkway, Minneapolis, Minnesota 55344, is the owner of U.S. Trademark Registration 3,170,741 for TRAVELEADERS;


WHEREAS, Travel Acquisitions Holdings, LLC (Assignee"), a Delaware limited liability company having an office at 6442 City West Parkway, Eden Prairie, Minnesota 55344, is desirous of acquiring all right, title and interest in and to said trademark and trademark registration;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Traveleaders LLC has sold, assigned and transferred, and by these presents does sell, assign and transfer unto said Travel Acquisitions Holdings, LLC, its successors or assigns, the entire right, title and interest for all countries in and to said trademark and trademark registration, including all common law trademark or trade name rights in said mark, and with the goodwill and other incidents of its business associated with or symbolized by said trademark and the right to recover and have damages and profits for past infringement, if any.

Assignee acquired all of the business to which the mark pertains, and as of the effective date of this Assignment, such business was ongoing and existing.

IN WITNESS WHEREOF, the Assignor has caused this instrument to be executed by its duly authorized corporate officer this *10<sup>th</sup>* day of *Sept*, 2008.

Traveleaders LLC,  
"Assignor"

By   
Printed Name Ray E Black  
Title 9/10/08