

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Payne Affidavit Regarding Chain of Title		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Country Hospitality Worldwide, Inc.		12/30/2008	CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	Country Inns & Suites By Carlson, Inc.		
Street Address:	Carlson Parkway, P.O. Box 59159		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55459		
Entity Type:	CORPORATION: MINNESOTA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1591485	DISCOVER THE COUNTRY	
CORRESPONDENCE DATA			
Fax Number:	(612)766-1600		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	612-766-7000		
Email:	carlsonfiling@faegre.com		
Correspondent Name:	Cathleen F. Baraloto/Kerry Thompson		
Address Line 1:	90 South Seventh Street		
Address Line 2:	Faegre & Benson, 2200 Wells Fargo Center		
Address Line 4:	Minneapolis, MINNESOTA 55402-3901		
ATTORNEY DOCKET NUMBER:	80364-338370		
NAME OF SUBMITTER:	Kerry R. Thompson - Paralegal		
Signature:	/thokr/		
Date:	12/31/2008		

OP \$40.00 1591485

Total Attachments: 10

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State of Minnesota)
)
) ss. AFFIDAVIT REGARDING CHAIN OF TITLE
)
City of Minneapolis)

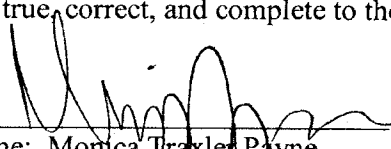
I, Monica Traxler Payne, Assistant Secretary of Country Hospitality Worldwide, Inc. and Country Inns & Suites By Carlson, Inc., affirm or attest as follows.

1. This affidavit is filed to clarify the chain of title of record in the USPTO Assignment Branch for the following registration:

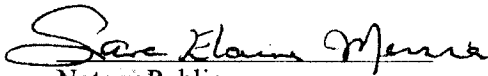
DISCOVER THE COUNTRY, Registration No. 1,591,485
2. On April 10, 1990, the subject registration was issued to Country Hospitality, Inc.
3. Prior to issuance, on February 26, 1990, Country Hospitality, Inc. changed its name to Country Hospitality Corporation. The name change document was recorded against the subject registration on October 9, 1990 at Reel/Frame 0744/0197.
4. On August 28, 1995, Country Hospitality Corporation filed Declarations Under Sections 8 & 15 regarding the subject registration.
5. On April 18, 1996, Country Hospitality Corporation changed its name to Country Hospitality Worldwide, Inc. The name change document is attached hereto as Exhibit A and is being recorded simultaneously herewith.
6. A Nunc Pro Tunc Trademark Assignment from Country Hospitality Worldwide, Inc. to Country Lodging By Carlson, Inc., affirming the assignment of the subject registration as of October 10, 1996, is attached hereto as Exhibit B and is being recorded simultaneously herewith.
7. On February 3, 1997, Country Lodging By Carlson, Inc. changed its name to Country Inns and Suites By Carlson, Inc. The name change document is attached hereto as Exhibit C and is being recorded simultaneously herewith.
8. On October 15, 1997, Country Inns and Suites By Carlson, Inc. changed its name to Country Inns & Suites By Carlson, Inc. The name change document is attached hereto as Exhibit D and is being recorded simultaneously herewith.
9. An assignment executed on behalf of Country Hospitality Corporation on April 10, 2000 and recorded on April 14, 2000 at Reel/Frame 2067/0745 is invalid and should be ignored for the reasons explained above.

10. On April 14, 2000, the owner inadvertently filed Declarations Under Sections 8 & 9 regarding the subject registration in the name of Country Inns and Suites By Carlson, Inc. as opposed to its official name Country Inns & Suites By Carlson, Inc.
11. Country Inns & Suites By Carlson, Inc. is the current owner of this registration.
12. I affirm that the foregoing statements are true, correct, and complete to the best of my knowledge, information, and belief.

Date: December 30, 2008

By: 
Name: Monica Traxler Payne
Title: Assistant Secretary

Subscribed and sworn to before me this
30th day of December, 2008.


Notary Public



6504

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**CERTIFICATE OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
COUNTRY HOSPITALITY CORPORATION**

The undersigned, Curtis C. Nelson and Gary G. Widell respectively the President and Secretary of Country Hospitality Corporation, a Minnesota corporation subject to the provisions of the Minnesota Business Corporation Act, do hereby certify that all the shareholders holding all of the issued and outstanding voting stock of Country Hospitality Corporation acting together as shareholders pursuant to the provisions of the Minnesota Business Corporation Act unanimously agreed in writing to and adopted the following resolutions on April 17, 1996:

"AMENDMENT TO ARTICLES OF INCORPORATION"

RESOLVED, that Article I of the Articles of Incorporation of Country Hospitality Corporation be and the same hereby is amended in its entirety to read as follows:

ARTICLE I

The name of this corporation shall be Country Hospitality Worldwide, Inc. M

FURTHER RESOLVED, that the President and the Secretary of this corporation be and they hereby are authorized and directed to make, execute and acknowledge a certificate embracing the foregoing resolution and to cause such certificate to be filed for record in the manner required by law."

IN WITNESS WHEREOF, we have subscribed our names hereto this 18th day of April, 1996.

In the Presence of:

Jacaly A. Henricks

Curtis C. Nelson
Curtis C. Nelson

Jacaly A. Henricks

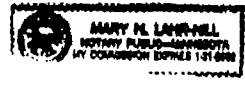
Gary G. Widell
Gary G. Widell

6505

STATE OF MINNESOTA
COUNTY OF HENNEPIN

On this 18th day of April, 1996, before me a notary public appeared Curtis C. Nelson and Gary G. Widell to me personally known who, being by me duly sworn, did say they are the President and Secretary, respectively, of Country Hospitality Corporation; that said instrument is executed on behalf of said corporation by authority of its board of directors; that said officers acknowledge said instrument to be the free act and deed of said corporation.

Mary H. Lauer-Nell
Notary Public



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STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
APR 23 1996
for the State
Secretary of State
STATE OF MINNESOTA
DEPARTMENT OF STATE
CITADEL

[Handwritten signature]

198

STATE OF MINNESOTA

DEPARTMENT OF STATE

I hereby certify that this is a true and complete copy of the document as filed for record in this office.

DATED 2-6-07

Mark Ritchie

Secretary of State



By

Jessica Schneider

NUNC PRO TUNC TRADEMARK ASSIGNMENT

WHEREAS, Country Hospitality Worldwide, Inc., a Minnesota corporation having a business address of 12755 State Hwy. 55, Minneapolis, MN 55441, was the owner of the trademarks and corresponding trademark registrations identified below ("the Marks") as of April 18, 1996.

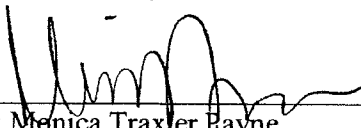
<u>Mark</u>	<u>Registration No.</u>
DISCOVER THE COUNTRY	1,591,485
COUNTRY INN BY CARLSON & Design	1,644,731
COUNTRY SUITES BY CARLSON & Design	1,726,760
COUNTRY INN BY CARLSON	1,695,089
COUNTRY SUITES BY CARLSON	1,703,920

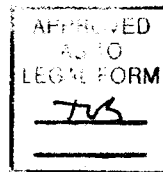
NOW THEREFORE, the undersigned hereby confirms and ratifies the assignment of rights stated herein effective as of October 10, 1996, and for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, hereby assigns, *nunc pro tunc*, effective as of October 10, 1996, to the entity then known as Country Lodging by Carlson, Inc. (now known as Country Inns & Suites by Carlson, Inc.), all its right, title, and interest in and to the Marks, together with the goodwill of the business associated with the Marks, and the right to sue and recover for past infringements, dilution and other violations.

The undersigned agrees to take all actions, execute additional documents and to otherwise cooperate as requested by Country Inns & Suites by Carlson, Inc. as is necessary or reasonable to assign, transfer, perfect, record, maintain, register or enforce the rights of Country Inns & Suites by Carlson, Inc. in and to the Marks.

Country Hospitality Worldwide, Inc.

Dated: December 30, 2008

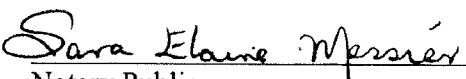
By: 
Name: Monica Traxler Payne
Title: Assistant Secretary



STATE OF Minnesota)
) ss.
COUNTY OF Hennepin)

On this 30th day of December, 2008 before me personally appeared the person described herein who executed the foregoing instrument and first duly sworn, stated that he/she had authority to sign the above instrument and that he/she duly acknowledged to me that he/she executed the same for the uses and purposes therein set forth.

[SEAL]


Notary Public



SH-576

**CERTIFICATE OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
COUNTRY LODGING BY CARLSON, INC.**

3556

The undersigned, Paul Kirwin and Gary G. Widell, respectively the President and Secretary of Country Lodging By Carlson, Inc., a Minnesota corporation, subject to the provisions of the Minnesota Business Corporation Act, do hereby certify that all the shareholders holding all of the issued and outstanding voting stock of Country Lodging By Carlson, Inc. acting together as shareholders pursuant to the provisions of the Minnesota Business Corporation Act unanimously agreed in writing to and adopted the following resolutions on February 3, 1997:

"AMENDMENT TO ARTICLES OF INCORPORATION"

RESOLVED, that Article I of the Articles of Incorporation of Country Lodging By Carlson, Inc. be and the same hereby is amended in its entirety to read as follows:

ARTICLE I

The name of this corporation shall be Country Inns and Suites By Carlson, Inc. ^{1c}

FURTHER RESOLVED, that the President and the Secretary of this corporation be and they hereby are authorized and directed to make, execute and acknowledge a certificate embracing the foregoing resolution and to cause such certificate to be filed for record in the manner required by law.

3rd IN WITNESS WHEREOF, we have subscribed our names hereto this day of February, 1997.

In the Presence of:

Mary H. Loh-Hill

Paul Kirwin
Paul Kirwin

Mary H. Loh-Hill

Gary G. Widell
Gary G. Widell

MAA/R0051-1

032254

3557

STATE OF MINNESOTA
COUNTY OF HENNEPIN

On this 3rd day of February, 1997, before me a notary public appeared Paul Kirwin and Gary G. Wideil to me personally known who, being by me duly sworn, did say they are the President and Secretary, respectively, of Country Lodging By Carlson, Inc.; that said instrument is executed on behalf of said corporation by authority of its Board of Directors; that said officers acknowledge said instrument to be the free act and deed of said corporation.



Michaelleen R. Anderson
Notary Public

MAA/R0051-2

STATE OF MINNESOTA
DEPARTMENT OF STATE

FILED
FEB 19 1997
STATE OF MINNESOTA
DEPARTMENT OF STATE


Jan Anderson
Secretary of State

I hereby certify that this is a true and complete copy of the document as filed for record in this office.

DATED _____

Jan Anderson

Secretary of State



TRADEMARK

514-576

4937

CERTIFICATE OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
COUNTRY INNS AND SUITES BY CARLSON, INC.

The undersigned, Paul S. Kirwin and Gary G. Widell, respectively the President and Secretary of Country Inns and Suites By Carlson, Inc., a Minnesota corporation, subject to the provisions of the Minnesota Business Corporation Act, do hereby certify that all the shareholders holding all of the issued and outstanding voting stock of Country Inns and Suites By Carlson, Inc., acting together as shareholders pursuant to the provisions of Minnesota Business Corporation Act unanimously agreed in writing to and adopted the following resolutions on October 15, 1997:

"AMENDMENT TO ARTICLES OF INCORPORATION"

RESOLVED, that Article I of the Articles of Incorporation of Country Inns and Suites By Carlson, Inc. be and the same hereby is amended in its entirety to read as follows:

ARTICLE I

The name of this corporation shall be Country Inns & Suites By Carlson, Inc. *mt*

FURTHER RESOLVED, that the President and the Secretary of this corporation be and they hereby are authorized and directed to make, execute and acknowledge a certificate embracing the foregoing resolution and to cause such certificate to be filed for record in the manner required by law."

IN WITNESS WHEREOF, we have subscribed our names hereto this 15th day of October, 1997.

In the Presence of:

Mary H. Schmitt

Paul S. Kirwin
Paul S. Kirwin

Mary H. Schmitt

Gary G. Widell
Gary G. Widell

4936

STATE OF MINNESOTA

COUNTY OF HENNEPIN

On this 15th day of October, 1997, before me a notary public appeared Paul S. Kirwin and Gary G. Widell to me personally known who, being by me duly sworn, did say they are the President and Secretary, respectively, of Country Inns and Suites By Carlson, Inc.; that said instrument is executed on behalf of said corporation by authority of its Board of Directors; that said officers acknowledge said instrument to be the free act and deed of said corporation.



Michelleen R. Anderson
Notary Public

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

OCT 22 1997

Janet Anderson
Secretary of State

STATE OF MINNESOTA
DEPARTMENT OF STATE

I hereby certify that this is a true and complete copy of the document as filed for record in the office.

DATED _____

Michelleen R. Anderson

By _____

ITM&K073.doc.2