

**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>
Vacation Holdings Hawaii, Inc.		01/30/2009	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Interval International, Inc.		
<b>Street Address:</b>	6262 Sunset Drive		
<b>City:</b>	Miami		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	33143		
<b>Entity Type:</b>	CORPORATION: FLORIDA		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1435023	ASTON	
<b>Serial Number:</b>	78601312	ASTON	
<b>Registration Number:</b>	1591404	THE FRIENDLY HOST	
<b>Registration Number:</b>	2149471	ASTONISHING	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)220-4201		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	202-220-4321		
<b>Email:</b>	tmdocketdc@kenyon.com		
<b>Correspondent Name:</b>	Susan Smith		
<b>Address Line 1:</b>	1500 K Street, N.W.		
<b>Address Line 2:</b>	Suite 700		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20005		
<b>ATTORNEY DOCKET NUMBER:</b>	13734/999		
<b>NAME OF SUBMITTER:</b>	Erik C. Kane		

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Signature:	/Erik C. Kane/
Date:	01/30/2009
<b>Total Attachments: 8</b> source=Assignment VHH to II#page1.tif source=Assignment VHH to II#page2.tif source=Assignment VHH to II#page3.tif source=Assignment VHH to II#page4.tif source=Assignment VHH to II#page5.tif source=Assignment VHH to II#page6.tif source=Assignment VHH to II#page7.tif source=Assignment VHH to II#page8.tif	

## ASSIGNMENT

This Assignment is effective as of October 1, 2008, by Vacation Holdings Hawaii, Inc., a Delaware corporation, having a place of business at 6262 Sunset Drive, Miami, FL 33143 (hereinafter "Assignor"), in favor of Interval International, Inc., a Florida corporation, having a place of business at 6262 Sunset Drive, Miami, FL 33143 (hereinafter "Assignee").

WHEREAS, Assignor recently purchased all right, title, and interest in and to the trademarks listed on the attached Schedule A and the domain names listed on the attached Schedule B (collectively, the "Subject Trademarks, Service Marks and Domain Names"), as well as all applications, registrations, and common law rights relating thereto, together with the goodwill of the portion of any business associated with the use of and/or symbolized by the Subject Trademarks, Service Marks and Domain Names from a third party; and

WHEREAS, in connection with the above-referenced Subject Trademarks, Service Marks and Domain Names, Assignee has agreed to assume responsibility for registration, management and maintenance of such intellectual property in concert with Assignee's registration, management and maintenance of its existing marks and domain names;

WHEREAS, in consideration of Assignee's agreement to assume such responsibilities, Assignor desires to transfer to Assignee, and Assignee agrees to accept, all right, title and interest in and to the Subject Trademarks, Service Marks and Domain Names, including in and to all applications, registrations, and common law rights relating thereto, together with the goodwill of the portion of any business associated with the use of and/or symbolized by the Subject Trademarks, Service Marks and Domain Names, and all other rights pertaining to ownership of the Subject Trademarks, Service Marks and Domain Names, including the right to recover for past infringement thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee its entire right, title, interest in and to the Subject Trademarks, Service Marks and Domain Names, including in and to all applications, registrations, and common law rights relating thereto, together with the goodwill of the portion of any business associated with the use of and/or symbolized by the Subject Trademarks and Service Marks and Domain Names, as well as all other rights pertaining to ownership of the Subject Trademarks, Service Marks and Domain Names, including the right to recover for past infringement thereof, those rights to be held and enjoyed by Assignee, its successors, and/or its assigns.

The undersigned individual represents and warrants that he has the full authority to act on behalf of and bind the Assignor.

Signed this 30<sup>th</sup> day of January, 2009.

Vacation Holdings Hawaii, Inc.

By: Jeanette E. Marbert

Name: Jeanette E. Marbert

Title: Chief Operating Officer

SCHEDULE A

U.S. Trademarks

Country	Trademark	Application Number	Filing Date	Registration Number	Registration Date	Next Renewal	Other
United States of America	ASTON	73/571552	12/4/1985	1435023	3/31/1987	3/31/2017	
United States of America	ASTON	78601312	4/4/2005				Statement of Use or 5 <sup>th</sup> and final Extension to file Statement of Use due October 4, 2008
United States of America	THE FRIENDLY HOST	73/762922	11/10/1988	1591404	4/10/1990	4/10/2010	
United States of America	ASTONISHING	75/290634	5/13/1997	2149471	4/7/1998	10/7/08 (for renewal/declaration of use in 6 <sup>th</sup> month grace period following 10 year deadline)	

SCHEDULE A

International Trademarks

Country	Trademark	Application Number	Filing Date	Registration Number	Registration Date	Next Renewal
Argentina	ASTON HOTELS & RESORTS & Design	2287785	5/23/2000	1849444	10/31/2001	10/31/2011
Argentina	ASTON HOTELS & RESORTS & Design	2287786	5/23/2000	1849445	10/31/2001	10/31/2011
Aruba	ASTON		5/27/2000	20577	5/31/2000	5/27/2010
Aruba	ASTON & Design		3/27/2000	20578	5/31/2000	3/27/2010
Australia	ASTON	829243	3/24/2000	829243	3/24/2000	3/24/2010
Australia	ASTON & Design	829244	3/24/2000	829244	3/24/2000	3/24/2010
Bahamas	ASTON & Design	22699	5/11/2000	22700	5/11/2000	5/11/2014
Bahamas	ASTON	22700	5/11/2000	22699	5/11/2000	5/11/2014
Barbados	ASTON		3/8/2001	81/15001	11/26/2001	11/26/2011
Barbados	ASTON			81/14999	11/26/2001	11/26/2011
Barbados	ASTON		3/8/2001	81/15000	11/26/2001	11/26/2011
Barbados	ASTON HOTELS & RESORTS (Stylized)	81/16483	1/3/2002	81/16483	4/3/2002	4/3/2012
Barbados	ASTON HOTELS & RESORTS (Stylized)	81/16481	1/23/2002	81/16481	4/3/2002	4/3/2012
Barbados	ASTON HOTELS & RESORTS (Stylized)	81/16482	1/23/2002	81/16482	4/3/2002	4/3/2012
Brazil	ASTON	822780500	5/31/2000	822780500	4/8/2008	4/8/2018
Brazil	ASTON	822769964	5/31/2000	822769964	6/13/2006	6/13/2016
Brazil	ASTON	822769980	5/31/2000	822769980	5/30/2006	5/30/2016
Brazil	ASTON & Design	822769999	5/31/2000	822769999	5/30/2006	5/30/2016
Brazil	ASTON HOTELS & RESORTS & Design	822769956	5/31/2000	822769956	6/10/2008	6/10/2018

Country	Trademark	Application Number	Filing Date	Registration Number	Registration Date	Next Renewal
Canada	ASTON	1030988	9/30/1999	TMA539669	1/15/2001	1/15/2016
Canada	ASTON	1033804	10/26/1999	650960	10/20/2005	10/20/2020
Chili	ASTON	483772	4/25/2000	719842	3/10/2005	3/10/2015
Chili	ASTON & Design	483771	4/25/2000	179843	3/10/2005	3/10/2015
China (People's Republic)	ASTON GRANDE SUITES*	9800035464	4/15/1998	1397856	5/14/2000	5/14/2010
Dominican Republic	ASTON	16019	6/30/2000	113627	6/30/2000	6/30/2010
Dominican Republic	ASTON & Design	16018	6/30/2000	113626	6/30/2000	6/30/2010
Egypt	ASTON	131844	4/3/2000	131844	10/16/2004	4/2/2010
Egypt	ASTON & Design	131847	4/3/2000	131847	5/12/2004	4/3/2010
Israel	ASTON	136317	3/29/2000	136317	11/12/2001	3/29/2021
Israel	ASTON	136318	3/29/2000	136318	11/12/2001	3/29/2021
Israel	ASTON	136319	3/29/2000	136319	11/12/2001	3/29/2021
Israel	ASTON & Design	136322	3/29/2000	136322	11/12/2001	3/29/2021
Israel	ASTON & Design	136320	3/29/2000	136320	11/12/2001	3/29/2021
Israel	ASTON & Design	136321	3/29/2000	136321	11/12/2001	3/29/2021
Jamaica	ASTON			37219	7/28/2000	7/28/2017
Jamaica	ASTON & Design			37226	7/28/2000	7/28/2017
Japan	ASTON GRANDE SUITES*	1998031221	4/15/1998	4366567	3/10/2000	3/10/2010
Korea, Republic of	ASTON GRANDE SUITES	1998-0002891	4/13/1998	57115	10/15/1999	10/15/2009

Country	Trademark	Application Number	Filing Date	Registration Number	Registration Date	Next Renewal
Mexico	ASTON	418860	3/31/2000	684050	3/31/2000	3/31/2010
Mexico	ASTON	418861	3/31/2000	692323	3/31/2000	3/31/2010
Mexico	ASTON	418862	3/31/2000	786767	3/31/2000	3/31/2010
Mexico	ASTON & Design	418859	3/31/2000	678336	11/27/2000	3/31/2010
Netherlands Antilles	ASTON	D-182	3/30/2000	22243	6/21/2000	3/30/2010
Netherlands Antilles	ASTON & Design	D-183	3/30/2000	22244	6/21/2000	3/30/2010
St. Kitts and Nevis	ASTON			5034	6/27/2000	6/27/2014
St. Kitts and Nevis	ASTON & Design			5035	6/27/2000	6/27/2014
St. Lucia	ASTON			203 of 2000	7/11/2000	7/11/2014
St. Lucia	ASTON			204 of 2000	7/11/2000	7/11/2014
St. Lucia	ASTON			205 of 2000	7/11/2000	7/11/2014
St. Lucia	ASTON & Design			200 of 2000	7/11/2000	7/11/2014
St. Lucia	ASTON & Design			201 of 2000	7/11/2000	7/11/2014
St. Lucia	ASTON & Design			202 of 2000	7/11/2000	7/11/2014
Taiwan	ASTON	095023072	5/5/2006	1253613	3/1/2007	3/1/2017
Taiwan	ASTON GRANDE SUITES*	87016850	4/14/1998	114635	9/16/1999	9/16/2009
Taiwan	GRANDE SUITES*	87016849	4/14/1998	114719	9/16/1999	9/16/2009
Thailand	ASTON	264581	5/10/1994	SM5094	5/10/1994	5/10/2014



Country	Trademark	Application Number	Filing Date	Registration Number	Registration Date	Next Renewal
Trinidad and Tobago	ASTON		6/27/2000	30884	7/25/2001	6/27/2010
Trinidad and Tobago	ASTON & Design		6/27/2000	30883	6/27/2000	6/27/2010
Turks and Caicos Islands	ASTON	12076	6/26/2000	12076	6/27/2000	6/26/2014
Turks and Caicos Islands	ASTON	12077	6/26/2000	12077	6/27/2000	6/26/2014
Turks and Caicos Islands	ASTON	12078	6/26/2000	12078	6/27/2000	6/26/2014
Turks and Caicos Islands	ASTON & Design	12079	6/26/2000	12079	6/27/2000	6/26/2014
Turks and Caicos Islands	ASTON & Design	12080	6/26/2000	12080	6/27/2000	6/26/2014
Turks and Caicos	ASTON & Design	12081	6/26/2000	12081	6/27/2000	6/26/2014
Uruguay	ASTON	321.458	3/24/2000	321.458	10/12/2000	10/12/2010
Uruguay	ASTON HOTELS & RESORTS & Design	321.460	3/24/2000	321.460	10/23/2000	10/23/2010
Virgin Islands (British)	ASTON			3509	7/5/2000	7/5/2014
Virgin Islands (British)	ASTON & Design			3510	7/5/2000	7/5/2014

\* To the Knowledge of Sellers, the starred International Trademarks have not been assigned of record to Sellers, and to the Knowledge of Sellers, the owner of record of each of the starred International Trademarks is Hotel Corporation of the Pacific.

**SCHEDULE B**

**Domain Names**

<b>Domain Name</b>	<b>Registrant</b>	<b>Expiration</b>
ASTON-HOTELS.COM	Aston Hotels & Resorts International, Inc.	1/3/2010
ASTONHAWAII.NET	Aston Hotels & Resorts International, Inc.	3/14/2010
ASTON.US	Aston Hotels & Resorts International, Inc.	4/18/2010
ASTONRESORTS.COM	Aston Hotels & Resorts International, Inc.	3/14/2010
ASTONHAWAII.ORG	Aston Hotels & Resorts International, Inc.	3/14/2010
ASTONHAWAII.COM	Aston Hotels & Resorts International, Inc.	3/14/2010
ASTONRESORTS.NET	Aston Hotels & Resorts International, Inc.	3/14/2010
ASTONHOTELS.BIZ	Aston Hotels & Resorts International, Inc.	12/12/2009
ASTON-HOTELS.BIZ	Aston Hotels & Resorts International, Inc.	5/16/2010
ASTONRESORTS.ORG	Aston Hotels & Resorts International, Inc.	3/14/2010
ASTON-INTL.COM	Aston Hotels & Resorts International, Inc.	8/21/2009
ASTONSUCKS.COM	Aston Hotels & Resorts International, Inc.	6/3/2010
ASTONHOTELSANDRESORTS.TRAVEL	Aston Hotels & Resorts International, Inc.	10/2/2008

**TRADEMARK**