

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | | NEW ASSIGNMENT | |
| NATURE OF CONVEYANCE: | | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Ambassadors Cruise Group, LLC | | 03/23/2011 | LIMITED LIABILITY COMPANY: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | American Cruise Lines, Inc. | | |
| Street Address: | 741 Boston Post Road | | |
| City: | Guilford | | |
| State/Country: | CONNECTICUT | | |
| Postal Code: | 06437 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1050954 | MISSISSIPPI QUEEN | |
| Registration Number: | 1897494 | MISSISSIPPI QUEEN | |
| Registration Number: | 1902627 | MISSISSIPPI QUEEN | |
| Registration Number: | 3523371 | MISSISSIPPI QUEEN | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (202)344-8300 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 202 344 4019 | | |
| Email: | mbharrison@venable.com | | |
| Correspondent Name: | Mark Harrison | | |
| Address Line 1: | 575 7th Street, N.W. | | |
| Address Line 4: | Washington, DISTRICT OF COLUMBIA 20004 | | |
| ATTORNEY DOCKET NUMBER: | 831-301535 | | |
| NAME OF SUBMITTER: | Mark Harrison | | |

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REEL: 004506 FRAME: 0127

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| Signature: | /Mark Harrison/ |
| Date: | 03/25/2011 |
| Total Attachments: 1 source=Mississippi Queen#page1.tif | |

ASSIGNMENT

WHEREAS, Ambassadors Cruise Group, LLC, ("Assignor") a Delaware limited liability company, with its address at 2101 4th Avenue, Suite 210, Seattle, WA 98121, is the owner of the following U.S. Trademark Registrations and of the trademarks shown in said registrations, and of the goodwill of the business symbolized by said marks:

1. Registration No. 3523371 - MISSISSIPPI QUEEN - Registered October 28, 2008
2. Registration No. 1902627 - MISSISSIPPI QUEEN - Registered July 4, 1995
3. Registration No. 1897494 - MISSISSIPPI QUEEN - Registered June 6, 1995
4. Registration No. 1050954 - MISSISSIPPI QUEEN - Registered October 19, 1976

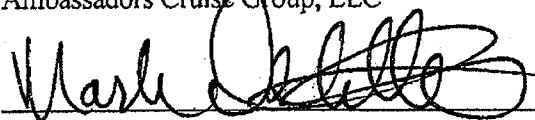
AND WHEREAS, American Cruise Lines, Inc., ("Assignee") a Delaware corporation with an address at 741 Boston Post Road, Guilford, Connecticut 06437 ("Assignee"), is desirous of acquiring the entire right, title and interest in and to the said trademark registrations, the trademarks shown in said registrations, the goodwill of the business symbolized by said marks, and the right to sue for past infringements pursuant to a Purchase and Transfer Agreement dated March 23, 2011 entered into between the parties;

NOW, THEREFORE, for good and valuable consideration paid by Assignee, the receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer unto the said Assignee the entire right, title and interest in and to the said trademark registrations, and the trademarks shown in the said registrations, together with the goodwill of the business symbolized by said marks, the right of Assignor to conduct business under said trademarks, and the right to sue for past infringements of said marks.

Dated this 23rd day of March, 2011.

Ambassadors Cruise Group, LLC

By:



Name:

Mark Detillion

Title:

CFO