

**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>
MLT Inc.		06/06/2011	CORPORATION: MINNESOTA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Delta Air Lines, Inc.		
<b>Street Address:</b>	1030 Delta Boulevard		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30320-6001		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2275643	WORRY-FREE	
<b>Registration Number:</b>	2554066	WORRY-FREE VACATIONS	
<b>Registration Number:</b>	2568372	WORRY-FREE VACATIONS	
<b>Registration Number:</b>	3691976	MLT VACATIONS	
<b>Registration Number:</b>	3691977	MLT VACATIONS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(612)340-8856		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(612) 492-6842		
<b>Email:</b>	Cadwell.Jeffrey@dorsey.com		
<b>Correspondent Name:</b>	Jeffrey R. Cadwell		
<b>Address Line 1:</b>	Dorsey & Whitney LLP		
<b>Address Line 2:</b>	50 South Sixth Street, Suite 1500		
<b>Address Line 4:</b>	Minneapolis, MINNESOTA 55402-1498		
<b>ATTORNEY DOCKET NUMBER:</b>	M222828		

**CH \$140.00 2275643**

**900194078**

**TRADEMARK  
 REEL: 004558 FRAME: 0418**

NAME OF SUBMITTER:	Jeffrey R. Cadwell
Signature:	/Jeffrey R. Cadwell/
Date:	06/10/2011
<b>Total Attachments: 4</b> source=MLT-Delta Trademark Assignment#page1.tif source=MLT-Delta Trademark Assignment#page2.tif source=MLT-Delta Trademark Assignment#page3.tif source=MLT-Delta Trademark Assignment#page4.tif	

## ASSIGNMENT OF TRADEMARKS

This Assignment (the "Assignment") is made by and between MLT Inc., a Minnesota corporation having a business address of 4660 W. 77th St., Edina, Minnesota 55435 ("Assignor"), and Delta Air Lines, Inc., a Delaware corporation having a business address of 1030 Delta Boulevard, Atlanta, Georgia 30320-6001 ("Assignee").

**WHEREAS**, Assignor has adopted, registered, and is using the marks identified on the attached Exhibit A, (the "Marks"); and

**WHEREAS**, Assignee is desirous of acquiring all of Assignor's rights in the Marks, including the registrations identified on Exhibit A.

**NOW, THEREFORE**, for good and valuable consideration received by Assignor from Assignee, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignment of Marks. Assignor hereby sells, assigns, transfers, and conveys to Assignee all rights, title, and interest in and to the Marks worldwide, including the registrations identified on the attached Exhibit A, together with that part of the good will of the business associated with the use of and symbolized by the Marks, to be held and enjoyed by Assignee as fully and entirely as said interest could have been held and enjoyed by Assignor if this sale, assignment, and transfer had not been made. Assignor hereby authorizes the appropriate empowered officials at the United States Patent and Trademark Office to transfer all registrations for the Marks to Assignee as assignee of the entire right, title and interest therein or otherwise as Assignee may direct, in accordance with this instrument of assignment.

2. Assignment of Cause of Action. Assignor further sells, assigns, transfers, and conveys to Assignee the entire right, title, and interest in and to any and all causes of action and rights of recovery for past infringement of the Marks.

3. Cooperation. Assignor hereby covenants and agrees to provide all further information and to cooperate with Assignee so that Assignee may enjoy to the fullest extent the rights, title, and interest herein conveyed. Such cooperation shall include prompt execution of all papers prepared at the expense of Assignee which are deemed necessary or desirable by Assignee to perfect in it the rights, title, and interest herein conveyed.

4. Warranty of No Conflict of Rights. Assignor hereby warrants and represents that it has not entered into any assignments, contracts, or other understandings with third parties that would conflict with the rights herein granted.

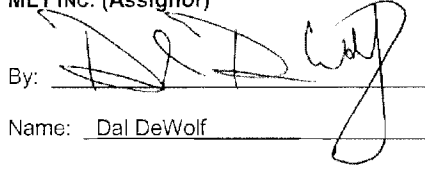
5. Survival. The terms, covenants, and provisions of this Assignment shall inure to the benefit of Assignee, its successors, assigns, and/or legal representatives, and shall be binding upon Assignor, its successors, assigns, and/or other legal representatives.

6. Counterparts. This Assignment may be signed in counterparts, which together shall constitute one agreement. If this Assignment is signed in counterparts, no party shall be bound until both parties have duly executed, or caused to be duly executed, a counterpart of this Assignment.

IN WITNESS WHEREOF, the parties have caused this Assignment to be executed and such Assignment is effective as of the date indicated below.

DATED: Aug 6, 2011

MLT INC. (Assignor)

By:   
Name: Dal DeWolf  
Title: Vice President, Finance & Controller

DELTA AIR LINES, INC. (Assignee)

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**IN WITNESS WHEREOF**, the parties have caused this Assignment to be executed and such Assignment is effective as of the date indicated below.

DATED: June 6, 2011

**MLT INC. (Assignor)**

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_


**DELTA AIR LINES, INC. (Assignee)**

By:  \_\_\_\_\_

Name: E. Alan Arnold

Title: Assistant General Counsel

**EXHIBIT A**

Mark	Class: Goods/Services	Reg. No.	Reg. Date
<p><b>WORRY-FREE</b></p>	<p><u>Class 16:</u> Printed Publications, Namely, Magazines, in the Field of Leisure and Travel</p> <p><u>Class 39:</u> Travel Agency Services, Namely, Making Reservations and Bookings for Transportation; Tour Services; and Charter Air Transportation Services</p> <p><u>Class 42:</u> Travel Agency Services, Namely, Making Reservations and Bookings for Temporary Lodging</p>	2,275,643	September 7, 1999
	<p><u>Class 39:</u> Travel Agency Services, Namely, Making Reservations and Bookings for Transportation; Tour Services and Charter Air Transportation Services</p> <p><u>Class 42:</u> Travel Agency Services, Namely, Making Reservations and Bookings for Temporary Lodging</p>	2,554,066	March 26, 2002
<p><b>WORRY-FREE VACATIONS</b></p>	<p><u>Class 39:</u> Travel Agency Services, Namely, Making Reservations and Bookings for Transportation; Tour Services and Charter Air Transportation Services</p> <p><u>Class 42:</u> Travel Agency Services, Namely, Making Reservations and Bookings for Temporary Lodging</p>	2,568,372	May 7, 2002
<p><b>MLT VACATIONS</b></p>	<p><u>Class 39:</u> Travel Agency Services, Namely, Making Reservations and Bookings for Transportation; Arranging of Tours and Cruises; Organization, Booking and Arrangement of Excursions, Day Trips and Sightseeing Tours; Arranging and Coordinating Travel Arrangements for Individuals and Groups Namely Destination Stays, Honeymoons, Family Vacations, Luxury Vacations and Destination Weddings; Coordinating Travel Arrangements for Individuals and for Groups; Organization of Travel; Organization of Excursions, Sightseeing Tours, Holidays, Tours and Travel; Organization of Travel and Boat Trips; Provision of Travel Information; Reservation and Booking of Seats for Travel; Travel and Tour Information Service; Travel and Tour Ticket Reservation Service; Travel Information; Arranging of Tours and Cruises; Arranging for Travel Visas, Passports and Travel documents for Persons Traveling Abroad; All of the Foregoing Services Also Provided Via a Global Computer Network; Tour Conducting; Tour Operating; Tour Organizing</p>	3,691,976	October 6, 2009
<p><b>MLT VACATIONS</b></p>	<p><u>Class 43:</u> Providing Travel Lodging Information Services and Travel Lodging Booking Agency Services for Travelers; Travel Agency Services, Namely, Making Reservations and Bookings for Restaurants and Meals; Hotel and Restaurant Reservation Services; Making Hotel Reservations for Others; Reservation of Hotel Rooms for Travelers; Providing On-Line Reviews of Restaurants and Hotels; Providing Advice to Tourists and Business Travelers on Hotel and Restaurant Destinations, All of the Foregoing Services Also Provided Via a Global Computer Network</p>	3,691,977	October 6, 2009