

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Carlyle, LLC		07/29/2011	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	New World Hotel Management (BVI) Limited
Street Address:	New World Tower I, 36th Floor
City:	No 18, Queens Road Central
State/Country:	HONG KONG
Entity Type:	company: BRITISH VIRGIN ISLANDS

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	1841020	BEMELMANS BAR
Registration Number:	1799853	CAFE CARLYLE
Registration Number:	1799854	CAFE CARLYLE
Registration Number:	1803516	THE CARLYLE
Registration Number:	1803258	THE CARLYLE
Registration Number:	1803515	THE CARLYLE
Registration Number:	1797821	THE CARLYLE
Registration Number:	1819028	THE CARLYLE
Registration Number:	1804694	CARLYLE
Registration Number:	1803514	CARLYLE
Registration Number:	1845304	THE CARLYLE
Registration Number:	1809245	CARLYLE

CORRESPONDENCE DATA

Fax Number: (212)969-2900

900201741

**TRADEMARK
 REEL: 004620 FRAME: 0183**

CH \$315.00 1841020

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (212) 969-3000
Email: trademark@proskauer.com
Correspondent Name: Jenifer deWolf Paine
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Address Line 2: Eleven Times Square
Address Line 4: New York, NEW YORK 10036-8299

ATTORNEY DOCKET NUMBER:	62128-025
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DOMESTIC REPRESENTATIVE

Name: Jenifer deWolf Paine
Address Line 1: Proskauer Rose LLP
Address Line 2: Eleven Times Square
Address Line 4: New York, NEW YORK 10036-8299

NAME OF SUBMITTER:	Jenifer deWolf Paine
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Signature:	/Jenifer deWolf Paine/
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Date:	09/09/2011
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Total Attachments: 7

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INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT

This Intellectual Property Assignment Agreement (this "IP Assignment") is entered into effective as of July 29, 2011 (the "Effective Date"), by and between The Carlyle, LLC, a Delaware limited liability company ("Assignor"), with offices at c/o Maritz Wolff & Co., 7701 Forsythe, Suite 1025, St. Louis, Missouri 63105, and New World Hotel Management (BVI) Limited, a British Virgin Islands company ("Assignee") with offices at 36th Floor, New World Tower I, No 18, Queens Road Central, Hong Kong.

1.0 BACKGROUND.

1.1 Assignor and Assignee have entered into that certain Purchase and Sale Agreement dated as of June 18, 2011 (the "Purchase Agreement"). Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Purchase Agreement. In accordance with the Purchase Agreement, Assignor wishes to assign the Intellectual Property (as that term is defined below) to Assignee.

2.0 ASSIGNMENT.

2.1 In consideration of and exchange for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, sells, transfers and sets over unto Assignee its entire right, title and interest in and to the intellectual property set forth in Exhibit A attached hereto (the "Intellectual Property"), including without limitation (i) all trademarks, service marks, trademark and service mark registrations and applications therefor, including Internet domain name registrations, and (ii) all copyright, copyright registrations and applications, and all common-law rights, throughout the world, together with the associated goodwill, and all income, royalties, damages and payments now or hereafter due or payable with respect thereto in and to all causes of action (either in law or in equity) and the right to sue, counterclaim, and recover for past, present and future infringement of the rights assigned or to be assigned under this IP Assignment.

3.0 MISCELLANEOUS.

3.1 Assignor agrees to assist Assignee, in a commercially reasonable manner, to take all actions and execute all documents necessary or desirable to evidence, record and perfect the assignment of the Intellectual Property, including the obligation to sign all lawful papers and/or electronically transfer the Internet domain name registrations, including, without limitation, all divisional, renewal, and extension applications, and make all rightful oaths in execution thereof; and will generally do everything commercially reasonably possible at no cost or expense to Assignor to aid Assignee, its successors, assigns, and nominees to obtain and enforce proper protection for the Intellectual Property in all countries, this obligation to be binding upon Assignor and Assignor's successor; and shall not enter into any agreement in conflict with this IP Assignment.

3.2 Nothing in this IP Assignment shall alter any liability or obligation of the Assignor or the Assignee arising under the Purchase Agreement. This IP assignment is subject to the terms and conditions of the Purchase Agreement.

3.3 This Assignment shall be governed by, and construed and enforced in accordance with, the laws of the State of New York and the federal laws of the United States of America, without reference to principles of conflicts of law that might cause the laws of any other jurisdiction to apply.


3.4 This Assignment may be executed in counterparts, each of which, when executed, shall constitute one and the same agreement.

[Signature page follows.]

IN WITNESS WHEREOF, the parties hereto have executed this IP Assignment below effective as of the Effective Date.


ASSIGNOR:

THE CARLYLE, LLC

By: 
Name: Jeffrey J. Barone
Title: Authorized Signatory

ASSIGNEE:

**NEW WORLD HOTEL MANAGEMENT (BVI)
LIMITED**

By: 
Name: HENRY CHENG KAR SHUN
Title: DIRECTOR

[Signature Page to Intellectual Property Assignment Agreement – The Carlyle, LLC]

Exhibit A

**Intellectual Property
Trademark Applications/Registrations**

Mark	Serial/ Registration Number	Filing/ Registration Date	Owner	Status
U.S. Federal				
BEMELMANS BAR	Serial No. 74/363,561 Reg. No. 1,841,020	Filing Date 2/25/1993 Reg. Date 6/21/1994	The Carlyle, LLC	Registered
CAFE CARLYLE	Serial No. 74/363,557 Reg. No. 1,799,853	Filing Date 2/25/1993 Reg. Date 10/19/1993	The Carlyle, LLC	Registered
	Serial No. 74/363,562 Reg. No. 1,799,854	Filing Date 2/25/1993 Reg. Date 10/19/1993	The Carlyle, LLC	Registered
THE CARLYLE	Serial No. 74/363,556 Reg. No. 1,803,516	Filing Date 2/25/1993 Reg. Date 11/9/1993	The Carlyle, LLC	Registered
	Serial No. 74/363,378 Reg. No. 1,803,258	Filing Date 2/25/1993 Reg. Date 11/9/1993	The Carlyle, LLC	Registered
	Serial No. 74/363,555 Reg. No. 1,803,515	Filing Date 2/25/1993 Reg. Date 11/9/1993	The Carlyle, LLC	Registered
	Serial No. 74/363,377 Reg. No. 1,797,821	Filing Date 2/25/1993 Reg. Date 10/12/1993	The Carlyle, LLC	Registered
	Serial No. 74/363,552 Reg. No. 1,819,028	Filing Date 2/25/1993 Reg. Date 2/1/1994	The Carlyle, LLC	Registered
	Serial No. 74/363,559 Reg. No. 1,804,694	Filing Date 2/25/1993 Reg. Date 11/16/1993	The Carlyle, LLC	Registered
	Serial No. 74/363,551 Reg. No. 1,803,514	Filing Date 2/25/1993 Reg. Date 11/9/1993	The Carlyle, LLC	Registered
	Serial No. 74/363,560 Reg. No. 1,845,304	Filing Date 2/25/1993 Reg. Date 7/19/1994	The Carlyle, LLC	Registered
	Serial No. 74/363,380 Reg. No. 1,809,245	Filing Date 2/25/1993 Reg. Date 12/7/1993	The Carlyle, LLC	Registered
International				
Argentina				
THE CARLYLE	Appl. No. 2220994 Reg. No. 1801154	Filing Date 5/26/1999 Reg. Date 8/4/2000	Hotel Carlyle Management Corp.	Expired
THE CARLYLE	Appl. No. 3009206	Filing Date 6/11/2010	The Carlyle, LLC	Pending
THE CARLYLE	Appl. No. 3009205	Filing Date 6/11/2010	The Carlyle, LLC	Pending
THE CARLYLE	Appl. No. 3009208	Filing Date 6/11/2010	The Carlyle, LLC	Pending

Mark	Serial/ Registration Number	Filing/ Registration Date	Owner	Status
Australia				
THE CARLYLE	Appl. No. 795008 Reg. No. 795008	Filing Date 5/24/1999 Reg. Date 5/24/1999	The Carlyle, LLC	Registered
Canada				
THE CARLYLE	Appl. No. 1017243 Reg. No. TMA668700	Filing Date 5/31/1999 Reg. Date 7/26/2006	The Carlyle, LLC	Registered
China				
THE CARLYLE	Appl. No. 9900077731 Reg. No. 1455540	Filing Date 7/6/1999 Reg. Date 10/7/2000	The Carlyle, LLC	Renewed
European Community				
CAFE CARLYLE	Appl. No. 001692912 Reg. No. 001692912	Filing Date 6/5/2000 Reg. Date 8/9/2001	The Carlyle, LLC	Registered
CARLYLE	Appl. No. 006136543 Reg. No. 006136543	Filing Date 7/18/2007 Reg. Date 3/21/2011	The Carlyle, LLC	Registered
THE CARLYLE	Appl. No. 001180918 Reg. No. 001180918	Filing Date 5/21/1999 Reg. Date 7/31/2000	The Carlyle, LLC	Registered
THE CARLYLE	Appl. No. 008757551 Reg. No. 008757551	Filing Date 12/15/2009 Reg. Date 6/11/2010	The Carlyle, LLC	Registered
Japan				
THE CARLYLE	Appl. No. H11-050233 Reg. No. 4417475	Filing Date 6/7/1999 Reg. Date 9/14/2000	Unknown	Registered
Malaysia				
CAFÉ CARLYLE	Appl. No. 2010011729	Filing Date 6/30/2010	The Carlyle, LLC	Pending
CAFÉ CARLYLE	Appl. No. 2010011731	Filing Date 6/30/2010	The Carlyle, LLC	Pending
CAFÉ CARLYLE	Appl. No. 2010011730	Filing Date 6/30/2010	The Carlyle, LLC	Pending
THE CARLYLE	Appl. No. 2010011732	Filing Date 6/30/2010	The Carlyle, LLC	Pending
THE CARLYLE	Appl. No. 2010011733	Filing Date 6/30/2010	The Carlyle, LLC	Pending
THE CARLYLE	Appl. No. 2010011734	Filing Date 6/30/2010	The Carlyle, LLC	Pending
THE CARLYLE (Stylized)	Appl. No. 2010011728	Filing Date 6/30/2010	The Carlyle, LLC	Pending
THE CARLYLE (Stylized)	Appl. No. 2010011727	Filing Date 6/30/2010	The Carlyle, LLC	Pending
THE CARLYLE (Stylized)	Appl. No. 2010011726	Filing Date 6/30/2010	The Carlyle, LLC	Pending
Mexico				
THE CARLYLE	Appl. No. 376495 Reg. No. 641979	Filing Date 5/24/1999 Reg. Date 2/22/2000	The Carlyle, LLC	Registered
Monaco				
THE CARLYLE	Appl. No. 29535 Reg. No. 27965	Filing Date 6/7/2010 Reg. Date 6/7/2010	Societe The Carlyle LLC	Registered
Saudi Arabia				
THE CARLYLE	Appl. No. 157302	Filing Date 7/19/2010	The Carlyle, LLC	Pending
THE CARLYLE	Appl. No. 157305	Filing Date 7/19/2010	The Carlyle, LLC	Pending
Singapore				
CAFÉ CARLYLE	Appl. No. T1007615B Reg. No. T1007615B	Filing Date 6/18/2010 Reg. Date 1/28/2011	The Carlyle, LLC	Registered
THE CARLYLE	Appl. No. T99/05353Z	Filing Date 5/25/1999	The Carlyle,	Registered

Mark	Serial/ Registration Number	Filing/ Registration Date	Owner	Status
	Reg. No. T99/05353Z	Reg. Date 9/17/2002	LLC	
THE CARLYLE (Stylized)	Appl. No. T1007614D Reg. No. T1007614D	Filing Date 6/18/2010 Reg. Date 1/28/2011	The Carlyle, LLC	Registered
Switzerland				
THE CARLYLE	Appl. No. 4959/1999 Reg. No. 466614	Filing Date 6/7/1999 Reg. Date 11/11/1999	The Carlyle, LLC	Registered
Taiwan				
THE CARLYLE	Appl. No. 88023760 Reg. No. 126695	Filing Date 5/24/1999 Reg. Date 7/16/2000	Hotel Carlyle Management Corp.	Registered
Thailand				
THE CARLYLE	Appl. No. 771438	Filing Date 6/29/2010	The Carlyle, LLC	Pending
THE CARLYLE	Appl. No. 771439	Filing Date 6/29/2010	The Carlyle, LLC	Pending
THE CARLYLE	Appl. No. 771440	Filing Date 6/29/2010	The Carlyle, LLC	Pending
Turkey				
THE CARLYLE	Appl. No. 56103/99 Reg. No. 99/010853	Filing Date 7/7/1999 Reg. Date 7/7/1999	Hotel Carlyle Management Corp.	Registered
United Kingdom				
THE CARLYLE	Appl. No. 2202123 Reg. No. 2202123	Filing Date 7/5/1999 Reg. Date 12/10/1999	The Carlyle, LLC	Registered

DOMAIN NAMES

Domain Name	Creation Date	Expiration Date	Registrant	Registrar
Littledixbay.info	9/12/2001	10/31/2014	Maritz Properties	Network Solutions
Thecarlyle.biz	10/5/2001	11/6/2011	The Carlyle LLC	Network Solutions
Thecarlyle.com	7/16/2001	7/16/2015	The Carlyle, LLC	Network Solutions
Thecarlyle.info	9/12/2001	10/30/2014	The Carlyle LLC	Network Solutions
Thecarlylehotelnewyork.com	4/3/1999	4/3/2015	Hotel Carlyle	Network Solutions
Thecarlylenewyork.net	1/7/2004	1/7/2015	The Carlyle LLC	Network Solutions
Thecarlylenewyork.org	1/7/2004	1/7/2015	The Carlyle, LLC	Network Solutions
Thecarylenewyork.com	4/17/2001	4/17/2012	The Carlyle LLC	Network Solutions
Thehotelcarlyle.com	4/3/1999	4/3/2015	Hotel Carlyle	Network Solutions