

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
Ambassadors International, Inc.		05/25/2011	CORPORATION: DELAWARE
Ambassadors Cruise Group, LLC		05/25/2011	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	TAC Cruise, LLC
Street Address:	6312 S. Fiddler's Green Circle
Internal Address:	Suite 600 North
City:	Greenwood Village
State/Country:	COLORADO
Postal Code:	80111
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	1532074	DELTA QUEEN
Registration Number:	2575978	DELTA QUEEN
Registration Number:	1895041	DELTA QUEEN
Registration Number:	2794245	LIVE THE LEGEND!
Registration Number:	3503143	MAJESTIC AMERICA LINE
Registration Number:	2017094	STEAMBOATIQUE
Registration Number:	1888453	STEAMBOATIN'
Registration Number:	1894050	STEAMBOATIN'
Registration Number:	1505375	STEAMBOATIN'
Registration Number:	1428832	THE GREAT STEAMBOAT RACE
Registration Number:	3389474	
Registration Number:	0983546	DELTA QUEEN

CH \$365.00 1532074

Registration Number:	2538300	CRUISE INTO HISTORY
Registration Number:	2854019	AMBASSADORS

CORRESPONDENCE DATA

Fax Number: (312)360-6598
Phone: 312-360-6000
Email: agoldstein@freebornpeters.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Andrew L. Goldstein
Address Line 1: 311 South Wacker Drive
Address Line 2: Suite 3000
Address Line 4: 60606, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	08626-0007
NAME OF SUBMITTER:	Andrew L. Goldstein
Signature:	/alg/
Date:	11/01/2011

Total Attachments: 4
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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Assignment") is made and entered into as of May 25, 2011 ("Effective Date") by and among AMBASSADORS INTERNATIONAL, INC., a Delaware corporation, and its direct subsidiary, AMBASSADORS CRUISE GROUP, LLC, a Delaware limited liability company (collectively, the "Assignors"), and TAC CRUISE, LLC, a Delaware limited liability company (the "Assignee").

WHEREAS, the Assignors and the Assignee have entered into that certain Asset Purchase Agreement, dated as of May 17, 2011 (the "Purchase Agreement") pursuant to which the Assignors have agreed to assign to Assignee the United States trademark registrations set forth on Schedule A attached hereto (collectively, the "Marks").

NOW, THEREFORE, in consideration of the sum set forth in the Purchase Agreement, the receipt of which is hereby acknowledged, each Assignor hereby assigns, sells, transfers and conveys to the Assignee, all of Assignors' right, title and interest in and to the Marks and all goodwill of the business associated with the Marks, together with the right to profits or damages due or accrued, arising out of or in connection with, any and all past, present or future infringements of the Marks, the same to be held and enjoyed by the Assignee for its own use and behalf, and its legal representatives, successors and assigns as the same would have been held by the Assignors had this assignment not been made.

Assignors hereby request the Commissioner of Patents and Trademarks of the United States to record Assignee as the assignee and owner of the Marks.

In the case of any conflict or inconsistency between the terms of this Assignment of Trademarks and the terms of the Purchase Agreement, the terms of the Purchase Agreement shall control.

This Assignment may be executed in multiple counterparts, each of which shall be deemed an original, with the same effect as if the signatures thereto and hereto were upon the same instrument.

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IN WITNESS WHEREOF, the Assignors and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

ASSIGNEE:

TAC CRUISE, LLC

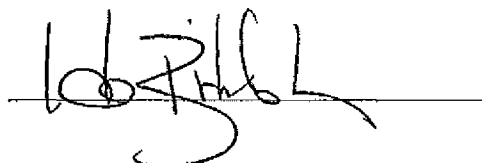
By: Wayne A. Barnes
Name: Wayne A. Barnes
Title: Vice Pres.

[Signature Page to Trademark Assignment]

ASSIGNORS:

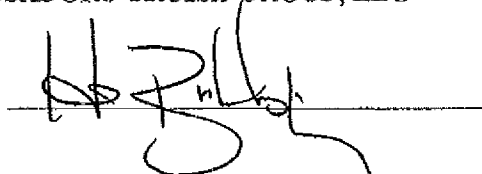
AMBASSADORS INTERNATIONAL, INC.

By:
Name:
Title:

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AMBASSADORS CRUISE GROUP, LLC




By:
Name:
Title:

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[Signature Page to Trademark Assignment]

SCHEDULE A

U.S. TRADEMARK REGISTRATIONS

OWNER	REGISTRATION NUMBER	TRADEMARK
Ambassadors Cruise Group, LLC	1532074	DELTA QUEEN
Ambassadors Cruise Group, LLC	2575978	DELTA QUEEN
Ambassadors Cruise Group, LLC	1895041	DELTA QUEEN
Ambassadors Cruise Group, LLC	2794245	LIVE THE LEGEND!
Ambassadors Cruise Group, LLC	3503143	MAJESTIC AMERICA LINE
Ambassadors Cruise Group, LLC	2017094	STEAMBOTIQUE
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Ambassadors International, Inc.	2854019	

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