

## 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
Morgans Group LLC		05/23/2011	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Royalton 44 Hotel, L.L.C.		
Street Address:	545 E. John Carpenter Freeway, Suite 1300		
Internal Address:	c/o FelCor Lodging Trust Incorporated		
City:	Irving		
State/Country:	TEXAS		
Postal Code:	75062		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	1974811	ROYALTON	
Registration Number:	3829913	ROYALTON	
Serial Number:	85110574	44	
Registration Number:	3484470	BAR 44 44	
Registration Number:	3484475	BRASSERIE 44 44	
CORRESPONDENCE DATA			
Fax Number:	(310)552-7031		
Phone:	310-551-8755		
Email:	arobertsonbora@gibsondunn.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Mandy Robertson-Bora		
Address Line 1:	2029 Century Park East, Suite 4000		
Address Line 2:	GIBSON, DUNN & CRUTCHER LLP		

CH \$140.00 1974811

Address Line 4: Los Angeles, CALIFORNIA 90067-3026

ATTORNEY DOCKET NUMBER: 92053-00467

NAME OF SUBMITTER: Mandy Robertson-Bora

Signature: /mandy robertson-bora/

Date: 01/11/2012

**Total Attachments: 8**

source=Morgans Royalton TM Assignment#page1.tif  
source=Morgans Royalton TM Assignment#page2.tif  
source=Morgans Royalton TM Assignment#page3.tif  
source=Morgans Royalton TM Assignment#page4.tif  
source=Morgans Royalton TM Assignment#page5.tif  
source=Morgans Royalton TM Assignment#page6.tif  
source=Morgans Royalton TM Assignment#page7.tif  
source=Morgans Royalton TM Assignment#page8.tif

## TRADEMARK ASSIGNMENT

**THIS TRADEMARK ASSIGNMENT** (this "Assignment") is made and entered into as of May 23, 2011 ("Effective Date") by and between Morgans Group LLC, a Delaware limited liability company, with its principal office at 475 10th Avenue, New York, New York 10018, USA ("Assignor"), and Royalton 44 Hotel, L.L.C., a Delaware limited liability company ("Assignee").

WHEREAS, Assignor is the owner of the trademarks, trademark registrations and trademark applications set forth on Schedule A hereto (the "Trademarks"), including the pending Trademark Application filed as an intent-to-use application (the "ITU Mark").

WHEREAS, Assignor has a bona fide intent to use the ITU Mark in connection with the services for which the application for an ITU Mark has been filed;

WHEREAS, Assignor and Assignee are parties to that certain Purchase and Sale Agreement dated April 3, 2011 (the "Purchase Agreement");

WHEREAS, pursuant to the Purchase Agreement, Assignee agreed to purchase (i) that portion of Assignor's business in which Assignor has a bona fide intent to use the ITU Mark, and (ii) all of Assignor's right, title and interest in and to the Trademarks and any and all goodwill of the business symbolized by the Trademarks; and

**NOW, THEREFORE**, for the consideration set forth in the Purchase Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Assignment. Effective upon the Closing, Assignor hereby assigns, conveys, grants, and transfers to Assignee, in perpetuity, all of Assignor's right, title and interest in and to the Trademarks, including but not limited to any and all common law rights in the Trademarks, and any and all goodwill of the business symbolized by the Trademarks, including all rights therein provided by international conventions and treaties, and all rights to sue for past, present and future infringement of the rights being assigned hereby which Assignor may have, throughout the world, including, without limitation, the right to retain the proceeds from such infringement claims. Assignee is hereby empowered to bring, prosecute, defend, and appear in suits, actions, and proceedings of any nature under or concerning the Trademarks, and any applications, registrations, and renewals thereof, in its own name as Trademark proprietor.

2. Further Assurances. Assignor shall, at the cost and expense of Assignee, take all actions and execute all documents necessary or desirable to record and perfect the interest of Assignee in and to the Trademarks, and shall not enter into any agreement in conflict with this Assignment.

IN WITNESS WHEREOF, each Party has caused this Assignment to be executed as of the date first written above by its duly authorized officer. The Parties state that they and/or their authorized representative have carefully read, been advised upon, understand and agree upon each and every term of this Assignment, to which execute below.

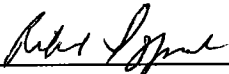
Assignor hereby requests the Commissioner of Patents and Trademarks, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the Marks.

\* \* \* \* \*

**MORGANS GROUP LLC**  
a Delaware limited liability company

By: Morgans Group LLC, its Managing  
Member

By: Morgans Hotel Group Co., its  
Managing Member

By:   
Name: Richard Szymanski  
Title: CFO

**ROYALTON 44 HOTEL, L.L.C.**  
a Delaware limited liability company

By: \_\_\_\_\_  
Name: Charlie Nye  
Title: Vice President

Assignor hereby requests the Commissioner of Patents and Trademarks, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the Marks.

\* \* \* \* \*


**MORGANS GROUP LLC**  
a Delaware limited liability company

By: Morgans Group LLC, its Managing Member

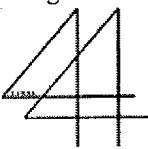
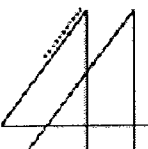
By: Morgans Hotel Group Co., its Managing Member

By: \_\_\_\_\_  
Name: Richard Szymanski  
Title: CFO

**ROYALTON 44 HOTEL, L.L.C.**  
a Delaware limited liability company

By:   
Name: Charlie Nye  
Title: Vice President

**SCHEDULE A**

<b>TRADEMARK</b>	<b>REGISTRATION NUMBER (APPLICATION NUMBER)</b>	<b>COUNTRY</b>	<b>GOODS AND SERVICES</b>
ROYALTON	1974811 (74/641687)	USA	Class 42: Hotel services
ROYALTON	3829913 (76/698270)	USA	Class 43: Providing temporary accommodations; hotel, bar and restaurant services; providing a website for making hotel and restaurant reservations; making hotel and restaurant reservations for others; providing social meeting, banquet, social function, conference, exhibition and meeting facilities; catering services; spa services, namely, providing temporary accommodations and meals to clients of a health or beauty spa; consulting services in the field of hospitality; providing personalized information about hotels via the internet; providing information in the field of restaurant dining via the internet
44	N/A (85/110574)	USA	Class 41: Bar and restaurant services
FORTY FOUR	N/A (Common Law Mark)	USA	
BAR 44 44 & Design 	3484470 (77/369297)	USA	Class 43: Bar and restaurant services
BRASSERIE 44 44 & DESIGN 	3484475 (77/369393)	USA	Class 43: Bar and restaurant services

TRADEMARK	REGISTRATION NUMBER (APPLICATION NUMBER)	COUNTRY	GOODS AND SERVICES
ROYALTON	000806752 (000806752)	European Community	<p>Class 20: Furniture; cots; beds; mirrors; picture frames; pillows; curtain rings, rods and rails; non-metal doorknobs and drawer pulls</p> <p>Class 42: Providing of food and drink; temporary accommodation; medical, hygienic and beauty care; veterinary and agricultural services; legal services; scientific and industrial research; computer programming; hotel services; reservation services for hotel accommodation; room hire; provision of conference and exhibition facilities; banqueting services; bar, café and restaurant services; cocktail lounge and coffee shop services; food cooking services; beauty salon services; hairdressing salon services; creche services; photography, printing and lithographic services; health club services; professional consultations relating to hotel franchising</p>
ROYALTON	000865147 (000865147)	European Community	<p>Class 3: Cleaning, polishing, scouring and abrasive preparations for personal use; shoe cleaning and shoe polishing preparations, make-up removers, pumice stones for personal use; soaps, foam bath, shower and bath gels, bath oils, bath beads, bath salts; hair care preparations, shampoos, hair conditioners, hair gels, hair lotions and hair styling preparations; perfumes, colognes, splashes, and toilet waters; essential oils and aromatherapy oils; body oils, shaving preparations, shaving lotions, shaving creams and shaving gels, suntan and sun screen lotions, creams, oils and gels; cosmetics; make-up, concealers, eye shadows, eye and eyebrow pencils, facial powders, mascara; cotton wool for cosmetic purposes; hand and nail care preparations, namely nail polishes and varnishes, bases and top coats, hand and cuticle creams, lotions and oils, nail polish removers, cuticle creams, gels and removers</p> <p>Class 16: Paper, cardboard; stationery, letterhead, envelopes, post cards, headed note paper, cards, headed writing paper, corporate forms, paper bags, paper boxes, signage, brochures, posters, printed advertisement; pencils, pens, markers, pen and pencil cases; wrapping paper; books; cookery books; menus; address books; calendars; diaries; date books; paper plates; paper cups, paper napkins, paper place mats; playing cards</p> <p>Class 21: Dishes; plates; bowls; serving dishes; cups; mugs; glasses; glassware; dish covers; dish stands; kitchen, cooking and serving utensils; earthenware; wine decanters; wine bottles; wine buckets; vases; china, crystal, earthenware, glass porcelain and terracotta objects d'art; coffee and tea services of non-precious metal; non-electric coffee and tea pots; infusers of non-precious metal; meal trays; pots; pans;</p>

TRADEMARK	REGISTRATION NUMBER (APPLICATION NUMBER)	COUNTRY	GOODS AND SERVICES
			<p>cookware; kettles; flower pots and baskets; shaving pots; shaving brushes; shaving brush stands; hair combs and brushes; cosmetic brushes; applicators and sponges; toothbrushes; perfume atomizers and bottles; containers for burning and diffusing incense, perfume and oils; candle holders and candlesticks of non-precious metal; trash and rubbish cans and bins; tissue holders and dispensers; toilet paper holders and dispensers; ceramic door knobs</p> <p>Class 24: Bedding, blankets, comforters, sheets, bed linens, bed spreads and covers, duvet covers; pillows; shams and covers; dust ruffles; fabrics, none being textile piece goods for making up into suits, dresses, jackets or trousers; upholstery fabrics; window and shower curtains; window dressings; table linens, table cloths, cloth napkins, table runners; potholders; place mats; bath mats; bath and kitchen towels; washcloths; textile tapestries</p> <p>Class 39: Valet parking, car and van transportation services; ticket reservation services; travel guide services</p>
ROYALTON	2148931 (2148931)	United Kingdom	<p>Class 08: Hand tools and implements (hand operated); cutlery; side arms; razors</p> <p>Class 16: Paper, cardboard, stationery; letterhead, envelopes, post cards, note paper, cards, writing paper, corporate forms, paper bags, paper boxes, signage, brochures, posters, printed advertisements; pencils, pens, markers; pen and pencil cases; wrapping paper; books; cookery books; menus; address books; calendars; diaries; date books; paper plates, paper cups, paper napkins, paper place mats; plying cards</p> <p>Class 20: Furniture; cots; beds; mirrors; picture frames; pillows; curtain rings, rods and rails; non-metal doorknobs and drawer pulls</p> <p>Class 21: Dishes; plates; bowls; serving dishes; cups; mugs; glasses; glassware; dish covers; dish stands; kitchen, cooking and serving utensils; earthenware; wine decanters; wine bottles; wine buckets; vases; china, crystal, earthenware, glass, porcelain and terracotta objects d'art; coffee and tea services of non-precious metal; non-electric coffee and tea pots; infusers of non-precious metal; meal trays; pots; pans; cookware; kettles; flower pots and baskets; shaving pots; shaving brushes; shaving brush stands; hair combs and brushes; cosmetic brushes; applicators and sponges; toothbrushes; perfume atomizers and bottles; containers for burning and diffusing incense, perfume and oils; candle holders and candlesticks of non-precious metal; trash rubbish cans and bins; tissue holders and dispensers; toilet paper</p>



TRADEMARK	REGISTRATION NUMBER (APPLICATION NUMBER)	COUNTRY	GOODS AND SERVICES
			<p>holders and dispensers; ceramic door knobs</p> <p>Class 25: Clothing; footwear; headgear; exercise wear; sports wear; shirts, polo shirts, golf shirts, t-shirts; shorts; pants; golf pants; boxer shorts; night shirts, nightgowns, pajamas; lingerie; undergarments; bathrobes; caps, hats, visors; scarves; socks; aprons; shower caps</p> <p>Class 27: Carpet, rugs, mats and matting; linoleums and other materials for covering existing floors; wall hangings</p> <p>Class 42: Hotel services; hotel accommodation services; housekeeping services; reservation services for hotel accommodation; room hire; provision of conference and exhibition services; catering services; banqueting services; bar, restaurant, cocktail lounge, café, cafeteria, and coffee bar services; food cooking services; beauty and salon services; hairdressing salon services; concierge services</p>
ROYALTON	2168832 (2168832)	United Kingdom	<p>Class 03: Cleaning, polishing, scouring and abrasive preparations for personal use; shoe cleaning and shoe polishing preparations, make-up removers, pumice stones for personal use; soaps; foam bath, shower and bath gels, bath oil, bath beads, bath salts; hair care preparations; shampoos, hair conditioners, hair gels, hair lotions and hair styling preparations; perfumes; colognes, splashes, and toilet waters; essential oils and aromatherapy oils; body oils, shaving preparations, shaving lotions, shaving creams and shaving gels, suntan and sun screen lotions, creams, oils and gels; cosmetics, make-up, concealers, eye shadows, eye and eyebrow pencils, facial powders, mascara; cotton wool for cosmetic purposes; hand and nail care preparations, nail polishes and varnishes, bases and top coats, hand and cuticle creams, lotions and oils, nail polish removers, cuticle creams, gels and removers</p> <p>Class 14: Precious metals and their alloys and goods in precious metals or coated therewith, not included in other classes; jewelry, precious stones; horological and chronometric instruments; silverware</p> <p>Class 26: Lace and embroidery, ribbons and braid; buttons, hooks and eyes, pins and needles; artificial flowers</p> <p>Class 28: Games and playthings; gymnastic and sporting articles not included in other classes; decorations for christmas trees</p> <p>Class 32: Beers; mineral and aerated waters and other non-alcoholic drinks; fruit drinks and fruit juices; syrups and</p>

TRADEMARK	REGISTRATION NUMBER (APPLICATION NUMBER)	COUNTRY	GOODS AND SERVICES
			<p>other preparations for making beverages</p> <p>Class 33: Alcoholic beverages (except beers)</p> <p>Class 34: Tobacco; smokers' articles; matches</p> <p>Class 39: Valet parking services; car and van transportation services; transport reservation services; travel guide services</p>
THE ROYALTON HOTEL	2130038 (2130038)	United Kingdom	Class 42: Hotel services
ROYALTON	393139 (2008730766)	Russian Federation	<p>Class 35: Providing real estate management services in connection with condominium and hotel properties</p> <p>Class 37: Real estate development services, namely the development of mixed use hotel, condominium and commercial properties</p> <p>Class 43: Services for providing food and drink; temporary accommodations; hotels; hotel, bar and restaurant services; making hotel reservations for others; providing banquet and social function facilities for special occasions; consulting services in the field of hospitality, provision of food and drink and temporary accommodation</p>

Document2