

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CITICORP NORTH AMERICA INC.		05/09/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	FAIRMONT HOTELS & RESORTS (U.S.) INC.
Street Address:	ONE BEACH STREET
Internal Address:	SUITE 101
City:	SAN FRANCISCO
State/Country:	CALIFORNIA
Postal Code:	94133
Entity Type:	CORPORATION: DELAWARE

Name:	FAIRMONT HOTELS INC.
Street Address:	155 WELLINGTON STREET WEST, SUITE 3300, RBC CENTRE
City:	TORONTO, ONTARIO
State/Country:	CANADA
Postal Code:	M5V0C3
Entity Type:	CORPORATION: CANADA

Name:	FAIRMONT SPAS INC.
Street Address:	155 WELLINGTON STREET WEST, SUITE 3300, RBC CENTRE
City:	TORONTO, ONTARIO
State/Country:	CANADA
Postal Code:	M5V0C3
Entity Type:	CORPORATION: CANADA

Name:	CP HOTELS (U.S.) 1998 INC.
Street Address:	ONE BEACH STREET
Internal Address:	SUITE 101
City:	SAN FRANCISCO

CH \$740.00 2638987

State/Country:	CALIFORNIA
Postal Code:	94133
Entity Type:	CORPORATION: DELAWARE

Name:	CHATEAU LAKE LOUISE CORP.
Street Address:	155 WELLINGTON STREET WEST, SUITE 3300, RBC CENTRE
City:	TORONTO, ONTARIO
State/Country:	CANADA
Postal Code:	M5V0C3
Entity Type:	CORPORATION: CANADA

Name:	FHR REAL ESTATE CORPORATION
Street Address:	155 WELLINGTON STREET WEST, SUITE 3300, RBC CENTRE
City:	TORONTO, ONTARIO
State/Country:	CANADA
Postal Code:	M5V0C3
Entity Type:	CORPORATION: CANADA

Name:	COPLEY PLAZA 2001 LLC
Street Address:	ONE BEACH STREET
Internal Address:	SUITE 101
City:	SAN FRANCISCO
State/Country:	CALIFORNIA
Postal Code:	94133
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	DELTA HOTELS LTD
Street Address:	155 WELLINGTON STREET WEST, SUITE 3300, RBC CENTRE
City:	TORONTO, ONTARIO
State/Country:	CANADA
Postal Code:	M5V0C3
Entity Type:	CORPORATION: CANADA

Name:	FHR (ML) HOTEL HOLDINGS LLC
Street Address:	ONE BEACH STREET
Internal Address:	SUITE 101
City:	SAN FRANCISCO
State/Country:	CALIFORNIA
Postal Code:	94133
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Property Type	Number	Word Mark
Registration Number:	2638987	F
Registration Number:	1906148	F
Registration Number:	2563687	F
Registration Number:	2648879	F
Registration Number:	980537	F
Registration Number:	980536	F
Registration Number:	3098419	FAIRMONT
Registration Number:	3101019	FAIRMONT
Registration Number:	983000	FAIRMONT
Registration Number:	982669	FAIRMONT
Registration Number:	982668	FAIRMONT
Registration Number:	2658616	FAIRMONT HOTELS & RESORTS
Registration Number:	3096274	FAIRMONT LIFESTYLE CUISINE
Registration Number:	1656488	FAIRMONT PRESIDENT'S CLUB
Registration Number:	2521514	FRONTRUNNER A MASTERPLANT SOLUTION BY FLUOR DANIEL
Registration Number:	2510420	PLACES IN THE HEART
Registration Number:	1709532	PRESIDENT'S CLUB
Registration Number:	2561787	THE FAIRMONT
Registration Number:	1868295	SCOTTSDALE PRINCESS
Registration Number:	3801167	FAIRMONT HERITAGE PLACE
Registration Number:	3583667	FAIRMONT RESIDENCES
Registration Number:	3598837	THE SPAS AT FAIRMONT
Registration Number:	2952046	VIEW ARIZONA
Registration Number:	2946397	+ · -
Registration Number:	3042146	WILLOW STREAM
Registration Number:	1120170	P
Registration Number:	1613320	PRINCESS
Registration Number:	1516744	SCOTTSDALE PRINCESS
Registration Number:	1173718	PRINCESS HOTELS

CORRESPONDENCE DATA

Fax Number: 6508385109

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

TRADEMARK

REEL: 004777 FRAME: 0871

via US Mail.

Phone: 650-838-3743
Email: jlik@shearman.com
Correspondent Name: Michael Jokic
Address Line 1: 599 Lexington Avenue
Address Line 2: Shearman & Sterling LLP
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	30580/324
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DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:	MICHAEL JOKIC
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Signature:	/MICHAEL JOKIC/
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Date:	05/11/2012
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Total Attachments: 6
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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

TERMINATION AND RELEASE (this "Termination and Release") dated as of May 9, 2012 by CITICORP NORTH AMERICA INC., in its capacity as collateral agent for the Secured Parties (the "Agent"), in favor of FAIRMONT HOTELS & RESORTS (U.S.) INC., a Delaware corporation, FAIRMONT HOTELS INC., a Canadian corporation, FAIRMONT SPAS INC., a Canadian corporation, CP HOTELS (U.S.) 1998 INC., a Delaware corporation, CHATEAU LAKE LOUISE CORP., a Canadian corporation, FHR REAL ESTATE CORPORATION, a Canadian corporation, COPLEY PLAZA 2001 LLC, a Delaware limited liability company, DELTA HOTELS LTD., an Ontario corporation, and FHR (ML) HOTEL HOLDINGS LLC, a Delaware limited liability company (each an "Obligor" and collectively, the "Obligors"). All terms used herein and not otherwise defined shall have the meanings set forth or ascribed thereto in the Security Agreement.

WITNESSETH:

WHEREAS, pursuant to that certain Pledge and Security Agreement, dated as of May 11, 2006, made by the Obligors, among other Loan Parties, in favor of the Agent (as amended, amended and restated, supplemented, waived or otherwise modified from time to time, the "Security Agreement"), the Obligors granted to the Agent, for the ratable benefit of the Secured Parties, a security interest (the "Security Interest") in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, as a condition of the Security Agreement, the Obligors executed that certain Trademark Security Agreement, dated as of May 11, 2006, made by the Obligors in favor of the Agent (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Trademark Security Agreement") for recording with the United States Patent and Trademark Office and any other appropriate governmental authorities;

WHEREAS, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on May 12, 2006, at Reel 3307/Frame 0640; and

WHEREAS, the Obligors have requested that the Agent: (a) terminate and release the liens and interests of the Agent in the Trademark Collateral and (b) execute and deliver evidence of such termination and release for filing in the United States Patent and Trademark Office.

WHEREAS, the Obligors have satisfied and fulfilled all of their obligations to release the Agent's Security Interest in the Trademark Collateral, and the parties seek to make record of the Agent's release to the Obligors of any and all of its Security Interest in the Trademark Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby agrees as follows:

1. Definitions. The term “Trademark Collateral,” as used herein, shall mean all of the Obligor’s right, title and interest in and to the following, whether now owned or hereafter acquired by any such Obligor, wherever located, and whether now or hereafter existing or arising, in:

- (a) all United States, and foreign trademarks, trade names, corporate names, company names, business names, fictitious business names, Internet domain names, service marks, certifications marks, collective marks, logos, other source or business identifiers, designs and general intangibles of like nature, all registrations and applications for any of the foregoing, including, but not limited to: (i) the registrations and applications referred to on Schedule I hereto; (ii) all extensions and renewals of any of the foregoing; (iii) all of the goodwill of the business connected with the use of and symbolized by the foregoing; (iv) the right to sue for past, present and future infringement or dilution of any of the foregoing or for any injury to goodwill; and (v) all Proceeds of the foregoing, including, without limitation, licenses, royalties, income, payments, claims, damages and proceeds of suit (collectively, “Trademarks”); and
- (b) any and all agreements providing for the granting of any right in or to Trademarks (whether the applicable Obligor is a licensee or licensor thereunder) including those referred to on Schedule I hereto.

2. Release of Security Interest. The Agent hereby terminates, discharges and releases to the Obligor the Security Interest in the Trademark Collateral, and any right, title or interest of the Agent in such Trademark Collateral granted pursuant to the Security Agreement shall hereby cease and become void.

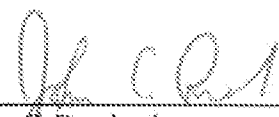
3. Further Assurances. The Agent hereby agrees to duly execute, acknowledge, procure and deliver, at the sole expense of the Obligor or their successors and assigns, any further documents and to do such other acts as may be reasonably necessary to effect the termination, release, discharge or reassignment to the Obligor of the Security Interest contemplated hereby.

4. Governing Law. This Termination and Release shall be governed by, and construed in accordance with, the laws of the State of New York.

[signature page follows]

IN WITNESS WHEREOF, the undersigned has executed and delivered this Termination and Release by its duly authorized officer as of the date first above written.

CITICORP NORTH AMERICA INC.,

By: 
Name: John C. Rowland
Title: Director

{Signature Page to Trademark Release}

TRADEMARK
REEL: 004777 FRAME: 0875

SCHEDULE I

U.S. Trademark Registrations and Applications

Owner	Mark	Jurisdiction	(App. No.)/Reg. No.	(App. Date)/Reg. Date
FAIRMONT HOTELS & RESORTS (U.S.) INC.	F	UNITED STATES	2,638,987	10/22/2002
FAIRMONT HOTELS & RESORTS (U.S.) INC.	F	UNITED STATES	1,906,148	7/18/1995
FAIRMONT HOTELS & RESORTS (U.S.) INC.	F	UNITED STATES	2,563,687	4/23/2002
FAIRMONT HOTELS & RESORTS (U.S.) INC.	F	UNITED STATES	2,648,879	11/12/2002
FAIRMONT HOTELS & RESORTS (U.S.) INC.	F	UNITED STATES	980,537	3/12/1974
FAIRMONT HOTELS & RESORTS (U.S.) INC..	F	UNITED STATES	980,536	3/12/1974
FAIRMONT HOTELS & RESORTS (U.S.) INC.	FAIRMONT	UNITED STATES	3,098,419	5/30/2006
FAIRMONT HOTELS & RESORTS (U.S.) INC.	FAIRMONT	UNITED STATES	3,101,019	6/6/2006
FAIRMONT HOTELS & RESORTS (U.S.) INC.	FAIRMONT	UNITED STATES	983,000	4/30/1974
FAIRMONT HOTELS & RESORTS (U.S.) INC..	FAIRMONT	UNITED STATES	982,669	4/23/1974
FAIRMONT HOTELS & RESORTS (U.S.) INC.	FAIRMONT	UNITED STATES	982,668	4/23/1974
FAIRMONT HOTELS & RESORTS (U.S.) INC.	FAIRMONT HOTELS & RESORTS	UNITED STATES	2,658,616	12/10/2002
FAIRMONT HOTELS & RESORTS (U.S.) INC.	FAIRMONT LIFESTYLE CUISINE	UNITED STATES	3,096,274	5/23/2006

FAIRMONT HOTELS & RESORTS (U.S.) INC.	FAIRMONT PRESIDENT'S CLUB	UNITED STATES	1,656,488	9/10/1991
FLUOR ENTERPRISES, INC.	FRONTRUNNER A MASTERPLANT SOLUTION BY FLUOR DANIEL	UNITED STATES	2,521,514	12/25/2001
FAIRMONT HOTELS & RESORTS (U.S.) INC.	PLACES IN THE HEART	UNITED STATES	2,510,420	11/20/2001
FAIRMONT HOTELS & RESORTS (U.S.) INC.	PRESIDENT'S CLUB	UNITED STATES	1,709,532	8/18/1992
FAIRMONT HOTELS & RESORTS (U.S.) INC.	THE FAIRMONT	UNITED STATES	2,561,787	4/16/2002
FAIRMONT HOTELS & RESORTS (U.S.) INC.	SCOTTSDALE PRINCESS	UNITED STATES	1,868,295	12/20/1994
FAIRMONT HOTELS & RESORTS (U.S.) INC.	FAIRMONT HERITAGE PLACE	UNITED STATES	3,801,167	6/8/2010
FAIRMONT HOTELS & RESORTS (U.S.) INC.	THE FAIRMONT RESIDENCES	UNITED STATES	3,583,667	3/3/2009
FAIRMONT HOTELS & RESORTS (U.S.) INC.	THE SPAS AT FAIRMONT	UNITED STATES	3,598,837	3/31/2009
FAIRMONT HOTELS & RESORTS (U.S.) INC.	VIEW ARIZONA	UNITED STATES	2,952,046	5/17/2005
FAIRMONT SPAS INC.	+ . -	UNITED STATES	2,946,397	5/3/2005
FAIRMONT HOTELS & RESORTS (U.S.) INC.	WILLOW STREAM	UNITED STATES	3,042,146	1/10/2006
FAIRMONT HOTELS & RESORTS (U.S.) INC.	P	UNITED STATES	1,120,170	6/12/1979
FAIRMONT HOTELS & RESORTS (U.S.) INC.	PRINCESS	UNITED STATES	1,613,320	9/11/1990
FAIRMONT HOTELS & RESORTS (U.S.) INC.	SCOTTSDALE PRINCESS	UNITED STATES	1,516,744	12/13/1988

FAIRMONT HOTELS & RESORTS (U.S.) INC.	PRINCESS HOTELS	UNITED STATES	1,173,718	10/13/1981
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