

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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
WHG TM LLC	FORMERLY WHG TM CORP.	10/25/2012	Limited Liability Company: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	KNIGHTS FRANCHISE SYSTEMS, INC.
<b>Street Address:</b>	22 Sylvan Way
<b>City:</b>	Parsippany
<b>State/Country:</b>	NEW JERSEY
<b>Postal Code:</b>	07054
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Serial Number:	78011246	1-800-THE KNIGHTS
Serial Number:	74578951	KNIGHTS INN
Serial Number:	78864400	KNIGHTS INN & SUITES
Serial Number:	73205285	KNIGHTS INN
Serial Number:	74248153	KNIGHTS INN

**CORRESPONDENCE DATA**

Fax Number: 9737536620  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 973 753-6455  
 Email: uspto.mail@wyn.com  
 Correspondent Name: Susan L. Crane  
 Address Line 1: 22 Sylvan Way  
 Address Line 2: Wyndham Worldwide Corporation  
 Address Line 4: Parsippany, NEW JERSEY 07054

OP \$140.00 78011246

ATTORNEY DOCKET NUMBER:	111499 KFS
NAME OF SUBMITTER:	Susan L. Crane
Signature:	/susanlcrane/
Date:	12/19/2012
Total Attachments: 4 source=WHG TM LLC - KFS#page1.tif source=WHG TM LLC - KFS#page2.tif source=WHG TM LLC - KFS#page3.tif source=Exhibit 1#page1.tif	

## KNIGHTS ASSIGNMENT OF U.S. TRADEMARK RIGHTS

WHEREAS **WHG TM, LLC** ("Assignor"), a Delaware limited liability company with its principal place of business at 10750 West Charleston Blvd., Suite 130, Las Vegas, NV 89135, is the owner of the trademarks, United States Trademark registrations and pending United States trademark applications that are the subject of this assignment and are set forth on Exhibit 1 (the "Marks");

WHEREAS **Knights Franchise Systems, Inc.** ("Assignee"), a Delaware corporation with its principal place of business at 22 Sylvan Way, Parsippany, NJ 07054, is desirous of acquiring the Marks, the registrations and applications thereof and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, effective October 25, 2012, Assignor does hereby assign unto Assignee, and Assignee does hereby accept all rights, title and interest in and to the Marks together with that portion of its business relating to the Marks and the goodwill appurtenant thereto, including, but not limited to, any right to collect damages for past infringements.

### WHG TM, LLC

By: George Dallar  
Name: GEORGE DALLAR  
Title: SECRETARY  
Dated: 10/25/2012

### KNIGHTS FRANCHISE SYSTEMS, INC.

By: Susan H. Crane  
Name: SUSAN H. CRANE  
Title: GROUP VICE PRESIDENT, LEGAL  
Dated: 11/1/12

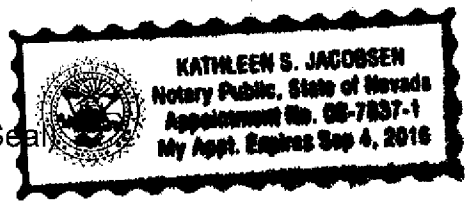
State of NEVADA

County of CLARK

On 10/25/12 before me, KATHLEEN S. JACOBSEN,  
personally appeared GEORGE DOLLAR personally known to me (or  
proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s)  
is/are subscribed to the within instrument and acknowledged to me that he/she/they  
executed the same in his/her/their authorized capacity(ies), and that by his/her/their  
signature(s) on the instrument the person(s), or the entity upon behalf of which the  
person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Kathleen S. Jacobsen (Seal)



**EXHIBIT 1**



TRADEMARK	APPLICATION NO	OWNER	APPLICATION DATE	REGISTRATION NO	REGISTRATION DATE	CLASS
1-800-THE KNIGHTS	78011246	WHG TM Corp.	Jun-5-2000	2469865	Jul-17-2001	42
KNIGHTS INN	74578951	WHG TM Corp.	Sep-27-1994	1962870	Mar-19-1996	35
KNIGHTS INN & SUITES	78864400	WHG TM Corp.	Apr-19-2006	3357748	Dec-18-2007	43
KNIGHTS INN AND DESIGN	73205285	WHG TM Corp.	Feb-26-1979	1150070	Mar-31-1981	42
KNIGHTS INN AND DESIGN	74248153	WHG TM Corp.	Feb-21-1992	1732498	Nov-17-1992	35