

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

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

<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Viking River Cruises, Inc.		03/01/2013	CORPORATION: CALIFORNIA

<b>RECEIVING PARTY DATA</b>	
Name:	Viking River Cruises (Bermuda) Ltd.
Street Address:	2 Church Street
Internal Address:	Clarendon House
City:	Hamilton
State/Country:	BERMUDA
Postal Code:	HM 11
Entity Type:	exempted company: BERMUDA

<b>PROPERTY NUMBERS Total: 1</b>		
Property Type	Number	Word Mark
Registration Number:	3232655	WE BEGIN WHERE OCEAN CRUISES END.

<b>CORRESPONDENCE DATA</b>	
Fax Number:	4157735759
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	415-773-5700
Email:	lpartmann@orrick.com
Correspondent Name:	Beth M. Goldman
Address Line 1:	The Orrick Building, 405 Howard Street
Address Line 2:	Orrick, Herrington & Sutcliffe LLP
Address Line 4:	San Francisco, CALIFORNIA 94105

ATTORNEY DOCKET NUMBER:	21535.6000
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<b>DOMESTIC REPRESENTATIVE</b>	
Name:	

CH \$40.00 3232655

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

NAME OF SUBMITTER:	Beth M. Goldman
Signature:	/Beth M. Goldman/
Date:	03/20/2013
Total Attachments: 1 source=Assignment of U.S. 3232655#page1.tif	

ASSIGNMENT OF TRADEMARK

THIS ASSIGNMENT OF TRADEMARK is made by Viking River Cruises, Inc., a California corporation, with a principal place of business at 5700 Canoga Ave., Suite 200, Woodland Hills, California 91367, in favor of Viking River Cruises (Bermuda) Ltd., a Bermuda exempted company with a principal place of business at Clarendon House, 2 Church Street, Hamilton, HM 11, Bermuda.

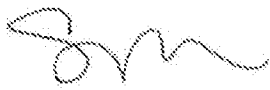
WHEREAS, Viking River Cruises, Inc. owns all right, title and interest in and to U.S. Registration No. 3,232,655 for WE BEGIN WHERE OCEAN CRUISES END. (the "Mark"), and the goodwill associated therewith; and

WHEREAS, Viking River Cruises, Inc. desires to assign the Mark to Viking River Cruises (Bermuda) Ltd. and Viking River Cruises (Bermuda) Ltd. desires to acquire the Mark and the goodwill associated therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Viking River Cruises, Inc. assigns to Viking River Cruises (Bermuda) Ltd. all of its right, title and interest in the Mark together with the goodwill associated therewith including, without limitation, its right to sue for and collect damages for infringement or other violations of the same, including for past infringements or other violations.

IN WITNESS WHEREOF, this Assignment of Trademark has been duly executed and effective as of the date of signature of the last signatory shown below.

**VIKING RIVER CRUISES, INC.**

By:   
Name: Leah Talactac  
Title: Group Controller  
Date: 3.1.13