

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Great Canadian Railtour Company Ltd.		04/25/2013	COMPANY: CANADA
RECEIVING PARTY DATA			
Name:	Royal Bank of Canada, Administration Agent		
Street Address:	20 King Street West, 4th Floor		
City:	Toronto, Ontario		
State/Country:	CANADA		
Postal Code:	M5H 1C4		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 24			
Property Type	Number	Word Mark	
Registration Number:	4009865		
Registration Number:	4054222		
Registration Number:	3151345	CANADIAN GOLD COLLECTION	
Registration Number:	3821911	COAST CLASSIC	
Serial Number:	85497903	COASTAL PASSAGE	
Registration Number:	4009907	FIRST PASSAGE TO THE WEST	
Registration Number:	4032015	FRASER THE BEAR	
Registration Number:	3330828	GLACIER DOME	
Registration Number:	4009906	JOURNEY THROUGH THE CLOUDS	
Registration Number:	4012927	RAINFOREST TO GOLD RUSH	
Registration Number:	2100715	ROCKY MOUNTAINEER	
Registration Number:	2446613	ROCKY MOUNTAINEER GOLDLEAF SERVICE	
Registration Number:	2362450	ROCKY MOUNTAINEER REDLEAF SERVICE	
Registration Number:	4066304	ROCKY MOUNTAINEER SILVERLEAF SERVICE	

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TRADEMARK

Registration Number:	3145990	ROCKY MOUNTAINEER VACATIONS
Registration Number:	4009942	ROCKY MOUNTAINEER WHISTLER CLASSIC SERVI
Registration Number:	4039024	ROCKY MOUNTAINEER WHISTLER DOME SERVICE
Registration Number:	2371402	THE MOST SPECTACULAR TRAIN TRIP IN THE W
Registration Number:	2226379	THE MOST SPECTACULAR TRAIN TRIP IN THE W
Registration Number:	4002941	THE MOST SPECTACULAR TRAVEL EXPERIENCE O
Registration Number:	2621840	THE ONLY WAY TO SEE THE CANADIAN ROCKIES
Registration Number:	3202486	WHISTLER MOUNTAINEER
Registration Number:	3242792	WHISTLER MOUNTAINEER
Registration Number:	4009905	WHISTLER SEA TO SKY CLIMB

CORRESPONDENCE DATA

Fax Number: 2062240779
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 206-682-8100
Email: susan.bermel@cojk.com
Correspondent Name: James R. Uhler / Christensen O'Connor
Address Line 1: 1420 Fifth Avenue, Suite 2800
Address Line 4: Seattle, WASHINGTON 98101

ATTORNEY DOCKET NUMBER: BHTU-5-51790

DOMESTIC REPRESENTATIVE

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

NAME OF SUBMITTER: James R. Uhler

Signature: /JRUhler/

Date: 05/01/2013

Total Attachments: 19
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT (as amended, supplemented, or otherwise modified from time to time, the "**Recordable IP Security Agreement**") dated as of April 25, 2013, is made by GREAT CANADIAN RAILTOUR COMPANY LTD. a British Columbia company (the "**Debtor**") in favor of Royal Bank of Canada, as Administration Agent, (the "**Secured Party**").

All references to "Secured Party" shall mean the Security Party as Administration Agent for and on behalf of the lenders ("**Lenders**") from time to time party to the credit agreement dated for reference April 23, 2013 entered into among, inter alia, GCRC Holdings Ltd., the Secured Party and the Lenders (as the said credit agreement may be amended, extended, renewed, replaced, restated and in effect from time to time the "**Credit Agreement**");

WHEREAS, subject to the terms and conditions of the Credit Agreement the Debtor has executed and delivered to the Secured Party a intellectual property security agreement dated as of April 25, 2013 (the "**IP Security Agreement**").

WHEREAS, under the terms of the IP Security Agreement, the Debtor has granted to the Secured Party a security interest in certain intellectual property of the Debtor and has agreed as a condition thereof to execute this Recordable IP Security Agreement covering such intellectual property for recording with the Canadian Patent and Trademark Office, the U.S. Patent and Trademark Office and other Governmental Bodies or Offices where the Debtor has registered the intellectual property.

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

SECTION 1. Grant of Security. The Debtor hereby grants to the Secured Party a security interest in and to all of the Debtor's right, title and interest in and to the following (the "**Collateral**");

- (i) all Canadian and United States trademarks and service mark registrations, applications, and licenses set forth in Exhibit A hereto (but excluding any United States intent-to-use trademark application to the extent that, and solely during the period in which, the grant of a security interest therein impairs the validity or enforceability of such intent-to-use trademark applications under applicable federal law), (the "**Trademarks**");
- (ii) all Canadian, United States, international and foreign copyrights, whether registered or unregistered (the "**Copyrights**");
- (iii) any and all claims for damages for past, present and future infringement, misappropriation, violation, misuse or breach with respect to any of the foregoing, with the right, but not the obligation, to sue for and collect, or otherwise recover, such damages; and
- (iv) any and all Proceeds and products of any of the foregoing.

SECTION 2. Security for Obligations. The pledge and assignment of, and the grant of a security interest in, the Collateral by the Debtor under this IP Security Agreement secures the payment of all Obligations (as defined in the IP Security Agreement) of the Debtor now or hereafter existing under or in respect of the Credit Facility Documents (as defined in the IP Security Agreement) whether direct or indirect, absolute or contingent, and whether for principal, reimbursement obligations, interest, premiums, penalties, fees, indemnifications, contract causes of action, costs, expenses or otherwise.

SECTION 2. Security for Obligations. The pledge and assignment of, and the grant of a security interest in, the Collateral by the Debtor under this IP Security Agreement secures the payment of all Obligations (as defined in the IP Security Agreement) of the Debtor now or hereafter existing under or in respect of the Credit Facility Documents (as defined in the IP Security Agreement) whether direct or indirect, absolute or contingent, and whether for principal, reimbursement obligations, interest, premiums, penalties, fees, indemnifications, contract causes of action, costs, expenses or otherwise.

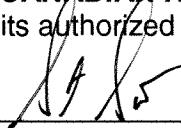
SECTION 3. Recordation. The Debtor authorizes and requests that the Register of Copyrights, the Commissioner of Patents and Trademarks and any other applicable governmental office record this Recordable IP Security Agreement.

SECTION 4. Execution in Counterparts. This Recordable IP Security Agreement may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

SECTION 5. Governing Law. This Recordable IP Security Agreement shall be governed by, and construed in accordance with, the laws of the Province of British Columbia.

IN WITNESS WHEREOF, the Debtor has caused this Intellectual Property Security Agreement to be duly executed and delivered as of the date first above written.


**GREAT CANADIAN RAILTOUR COMPANY
LTD.** by its authorized signatory:




Steve Sammut

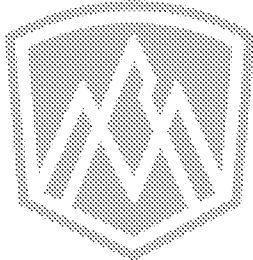
EXHIBIT A

Great Canadian Railtour Company Ltd. – List of Marks Canada

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner
1.	<p>Bear Design</p> 	<p>App. No.: 1,427,798 Filing Date: February 13, 2009 Status: Registered Status Date: February 17, 2010 Reg. No.: TMA759,740 Reg. Date: February 17, 2010</p>	<p>Wares: (1) Plush toys.(2) Printed publication namely books. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD.</p>
2.	<p>CANADIAN GOLD COLLECTION</p> <p>Disclaimer: The right to the exclusive use of the word CANADIAN is disclaimed apart from the trade mark.</p>	<p>App. No.: 1,224,710 Filing Date: July 23, 2004 Status: Registered Status Date: August 23, 2005 Reg. No.: TMA646,347 Reg. Date: August 23, 2005</p>	<p>Services: (1) Transportation of passengers and goods by rail and bus; transportation of passengers and goods by air, water and ground via motorized and/or self-propelled vehicles (self driven by guests and/or driven by professionals); providing hotel accommodations; providing travel tour packages for others; operation of a travel agency; providing sight seeing tour services for others; providing bus charters; arranging for the rental of cars and other recreational vehicles; the operation of a hotel; providing soft adventure activities; providing activities, namely helicopter riding, flying of self-propelled planes, kayaking, hiking, biking, fishing, canoeing, All Terrain Vehicles, rafting, skiing and snowmobiling. Owner: Great Canadian Railtour Company Ltd.</p>
3.	<p>COAST CLASSIC</p>	<p>App. No.: 1,243,989 Filing Date: January 18, 2005 Status: Registered Status Date: February 16, 2007 Reg. No.: TMA681,760 Reg. Date: February 16, 2007</p>	<p>Wares: (1) Pre-recorded videotapes; paper identification tags, greeting and thank you cards, envelopes, menus, pens, and paper flags; wooden chocolate boxes. Services: (1) Service of providing transportation of passengers and goods by rail and bus; providing bus charters; renting of recreational vehicles; providing travel tour packages, providing site seeing services; travel booking agencies; travel agency services, namely, making reservations and bookings for transportation; operation of a travel agency; Owner: Great Canadian Railtour Company Ltd. Opponent: Oasis Stores Limited</p>

4.	COASTAL PASSAGE	App. No.: 1,556,592 Filing Date: December 15, 2011 Status: Registered Status Date: December 5, 2012 Reg. No.: TMA837,855 Reg. Date: December 5, 2012	Services: (1) Service of providing transportation of passengers and goods by rail and bus. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD.
5.	FIRST PASSAGE TO THE WEST	App. No.: 1,440,323 Filing Date: June 3, 2009 Status: Registered Status Date: September 3, 2010 Reg. No.: TMA776,247 Reg. Date: September 3, 2010	Services: (1) Service of providing transportation of passengers and goods by rail and bus. Owner: Great Canadian Railtour Company Ltd.
6.	FRASER THE BEAR	App. No.: 1,425,672 Filing Date: January 26, 2009 Status: Registered Status Date: February 10, 2010 Reg. No.: TMA759,218 Reg. Date: February 10, 2010	Wares: (1) Plush toys; Printed publication namely books. Owner: Great Canadian Railtour Company Ltd.
7.	GLACIER DOME	App. No.: 1,243,988 Filing Date: January 18, 2005 Status: Registered Status Date: November 28, 2005 Reg. No.: TMA653,682 Reg. Date: November 28, 2005	Wares: (1) Souvenir items namely, clothing namely sweat shirts, golf shirts, jackets and hats; pre-recorded videotapes; Paper identification tags, greeting and thank you cards, envelopes, menus, pens, and paper flags; toiletry cases sold empty, tote bags, leather luggage tags, waist packs, and leather document cases and jackets; wooden chocolate boxes. Services: (1) Service of providing transportation of passengers and goods by rail and bus; providing bus charters; renting of recreational vehicles; providing travel tour packages. providing site seeing services; Travel booking agencies; Travel agency services, namely, making reservations and bookings for transportation; Providing travel lodging information services and travel lodging booking agency services for travellers; Operation of a travel agency; Travel agency services, namely, making reservations and booking for temporary lodging; Travel agency services, namely, making reservations and bookings for restaurants and meals; Catering services; Providing hotel accommodations namely making hotel reservations for others and hotel concierge services. Owner: Great Canadian Railtour Company Ltd.

8.	<p>GREAT CANADIAN RAILTOUR COMPANY</p> <p>Disclaimer: The right to the exclusive use of the words GREAT, CANADIAN and RAILTOUR COMPANY in respect of the services is disclaimed apart from the trade- mark.</p>	<p>App. No.: 835,985 Filing Date: February 7, 1997 Status: Registered Status Date: March 3, 2005 Reg. No.: TMA634,268</p> <p>Reg. Date: March 3, 2005</p>	<p>Wares: (1) Souvenir items namely: clothing namely sweat shirts, golf shirts, jackets and hats; pre-recorded videotapes; amenity bags, luggage totes; leather luggage tags, waist packs, leather document wallets, document jackets; wooden chocolate boxes; flags; stationery products namely luggage tags, thank you cards, key envelopes, menus and pens. Services: (1) Providing transportation of passengers and goods by rail and bus; providing hotel accommodations; providing travel tour packages.(2) Operation of a travel agency; providing site seeing services; providing ground handling services namely the moving, storing and transport of cargo and people; providing bus charters; renting of recreational vehicles; catering services. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD. Opponent: Brewster Transport Company Limited</p>
9.	<p>JOURNEY THROUGH THE CLOUDS</p>	<p>App. No.: 1,440,324 Filing Date: June 3, 2009 Status: Registered Status Date: August 31, 2010 Reg. No.: TMA775,958 Reg. Date: August 31, 2010</p>	<p>Services: (1) Service of providing transportation of passengers and goods by rail and bus. Owner: Great Canadian Railtour Company Ltd.</p>
10.	<p>JOURNEYS WEST</p>	<p>App. No.: 1,195,332 Filing Date: October 29, 2003 Status: Registered Status Date: January 7, 2005 Reg. No.: TMA629,728 Reg. Date: January 7, 2005</p>	<p>Wares: (1) Publications namely a magazine. Owner: Great Canadian Railtour Company Ltd.</p>
11.	<p>RAINFOREST TO GOLD RUSH</p>	<p>App. No.: 1,440,647 Filing Date: June 5, 2009 Status: Registered Status Date: September 7, 2010 Reg. No.: TMA776,362 Reg. Date: September 7, 2010</p>	<p>Services: (1) Service of providing transportation of passengers and goods by rail and bus. Owner: Great Canadian Railtour Company Ltd.</p>
12.	<p>RAM/TRAIN/MOUNTAINS & DESIGN</p> 	<p>App. No.: 842,030 Filing Date: April 11, 1997 Status: Registered Status Date: March 23, 1998 Reg. No.: TMA491,778 Reg. Date: March 23, 1998</p>	<p>Wares: (1) Souvenir items namely: clothing namely sweat shirts, golf shirts, jackets and hats; pre-recorded videotapes; amenity bags, luggage totes; leather luggage tags, waist packs, leather document wallets, document jackets; wooden chocolate boxes; flags; stationery products namely luggage tags, thank you cards, key envelopes, menus and pens. Services: (1) Service of providing</p>

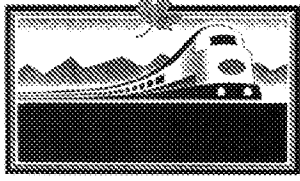
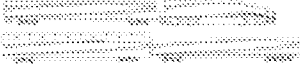

			transportation of passengers and goods by rail and bus; providing hotel accommodations; providing travel tour packages.(2) Operation of a travel agency; providing site seeing services; providing bus charters; renting of recreational vehicles; catering services. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD.
13.	RM & Design 	App. No.: 1,435,754 Filing Date: April 23, 2009 Status: Registered Status Date: September 7, 2010 Reg. No.: TMA776,330 Reg. Date: September 7, 2010	Wares: (1) Souvenir items namely clothing excluding denim jeans namely sweat shirts, golf shirts, jackets and hats; pre-recorded videotapes; amenity bags, luggage totes; document jackets; flags; stationery products namely luggage tags, thank you cards, key envelopes, menus and pens. Services: (1) Service of providing transportation of passengers and goods by rail and bus; providing hotel accommodations; providing travel tour packages. Operation of a travel agency; providing site seeing services; providing bus charters; renting of recreational vehicles; catering services. Owner: Great Canadian Railtour Company Ltd.
14.	ROCKY MOUNTAINEER	App. No.: 647,212 Filing Date: December 18, 1989 Status: Registered Status Date: November 29, 1991 Reg. No.: TMA390,704 Reg. Date: November 29, 1991	Services: (1) Services de transport de passager par train. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD.,
15.	ROCKY MOUNTAINEER GOLDLEAF SERVICE Disclaimer: The right to the exclusive use of the word SERVICE is disclaimed apart from the trade mark.	App. No.: 777,805 Filing Date: March 14, 1995 Status: Registered Status Date: March 13, 1997 Reg. No.: TMA472,636 Reg. Date: March 13, 1997	Wares: (1) Souvenir items namely: clothing namely sweat shirts, golf shirts, jackets and hats; amenity bags, luggage totes; leather luggage tags, waist packs, leather document wallets, document jackets; wooden chocolate boxes; flags. Services: (1) Transportation of passengers and goods by rail and bus; the operation of a hotel; catering services. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD., Opponent: ROCKY MOUNTAIN CHOCOLATE FACTORY, INC.

16.	<p>ROCKY MOUNTAINEER RAILTOUR</p> <p>Disclaimer: The right to the exclusive use of the word RAILTOUR in respect of only the services recited herein is disclaimed apart from the trade mark.</p>	<p>App. No.: 847,740 Filing Date: June 11, 1997 Status: Registered Status Date: May 22, 1998 Reg. No.: TMA495,112 Reg. Date: May 22, 1998</p>	<p>Wares: (1) Souvenir items namely: clothing namely sweat shirts, golf shirts, jackets and hats; pre-recorded videotapes; amenity bags, luggage totes; leather luggage tags, waist packs, leather document wallets, document jackets; wooden chocolate boxes; flags; stationery products namely luggage tags, thank you cards, key envelopes, menus and pens. Services: (1) Service of providing transportation of passengers and goods by rail and bus; providing hotel accommodations; providing travel tour packages.(2) Operation of a travel agency; providing site seeing services; providing bus charters; renting of recreational vehicles; catering services. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD.</p>
17.	<p>ROCKY MOUNTAINEER RAILTOURS</p> <p>Disclaimer: The right to the exclusive use of the word RAILTOURS is disclaimed apart from the trade mark.</p>	<p>App. No.: 890,546 Filing Date: September 16, 1998 Status: Registered Status Date: October 22, 1999 Reg. No.: TMA518,567 Reg. Date: October 22, 1999</p>	<p>Wares: (1) Souvenir items namely: clothing namely sweat shirts, golf shirts, jackets and hats; pre-recorded videotapes; amenity bags, luggage totes; leather luggage tags, waist packs, leather document wallets, document jackets; wooden chocolate boxes; flags; stationery products namely luggage tags, thank you cards, key envelopes, menus and pens. Services: (1) Service of providing transportation of passengers and goods by rail and bus; providing hotel accommodations; providing travel tour packages.(2) Operation of a travel agency; providing sight seeing services; providing bus charters; renting of recreational vehicles; catering services. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD.</p>
18.	<p>ROCKY MOUNTAINEER REDLEAF SERVICE</p> <p>Disclaimer: The right to the exclusive use of the word SERVICE is disclaimed apart from the trade mark.</p>	<p>App. No.: 777,804 Filing Date: March 14, 1995 Status: Registered Status Date: October 25, 1996 Reg. No.: TMA465,198 Reg. Date: October 25, 1996</p>	<p>Wares: (1) Souvenir items namely: clothing namely sweat shirts, golf shirts, jackets and hats; amenity bags, luggage totes; leather luggage tags, waist packs, leather document wallets, document jackets; wooden chocolate boxes; flags. Services: (1) Transportation of passengers and goods by rail and bus; the operation of a hotel; catering services. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD.</p>

19.	<p>ROCKY MOUNTAINEER SILVERLEAF SERVICE</p> <p>Disclaimer: The right to the exclusive use of the word SERVICE is disclaimed apart from the trade mark.</p>	<p>App. No.: 808,231 Filing Date: March 26, 1996 Status: Registered Status Date: April 14, 1997 Reg. No.: TMA474,723 Reg. Date: April 14, 1997</p>	<p>Wares: (1) Souvenir items namely: clothing namely sweat shirts, golf shirts, jackets and hats; amenity bags, luggage totes; leather luggage tags, waist packs, leather document wallets, document jackets; wooden chocolate boxes; flags. Services: (1) Transportation of passengers and goods by rail and bus; the operation of a hotel; catering services. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD.</p>
20.	<p>ROCKY MOUNTAINEER VACATIONS</p> <p>Disclaimer: The right to the exclusive use of the word VACATIONS is disclaimed apart from the trade mark.</p>	<p>App. No.: 1,218,217 Filing Date: May 26, 2004 Status: Registered Status Date: July 19, 2005 Reg. No.: TMA644,671 Reg. Date: July 19, 2005</p>	<p>Wares: (1) Souvenir items namely: clothing namely sweat shirts, golf shirts, jackets and hats; amenity bags, luggage totes; leather luggage tags, waist packs, leather document wallets, document jackets; wooden chocolate boxes; flags. Services: (1) Transportation of passengers and goods by rail and bus; providing hotel accommodations; providing travel tour packages for others; Operation of a travel agency; providing sight seeing tour services for others; providing bus charters; arranging for the rental of cars and other recreational vehicles; the operation of a hotel; catering services. Owner: Great Canadian Railtour Company Ltd.</p>
21.	<p>ROCKY MOUNTAINEER WHISTLER CLASSIC SERVICE</p>	<p>App. No.: 1,451,339 Filing Date: September 10, 2009 Status: Registered Status Date: September 3, 2010 Reg. No.: TMA776,245 Reg. Date: September 3, 2010</p>	<p>Services: (1) Service of providing transportation of passengers and goods by rail and bus; providing hotel accommodations; providing travel tour packages. Operation of a travel agency; providing site seeing services; providing bus charters; renting of recreational vehicles; catering services. Owner: Great Canadian Railtour Company Ltd.</p>
22.	<p>ROCKY MOUNTAINEER WHISTLER DOME SERVICE</p>	<p>App. No.: 1,451,340 Filing Date: September 10, 2009 Status: Registered Status Date: August 31, 2010 Reg. No.: TMA775,842 Reg. Date: August 31, 2010</p>	<p>Services: (1) Service of providing transportation of passengers and goods by rail and bus; providing hotel accommodations; providing travel tour packages. Operation of a travel agency; providing site seeing services; providing bus charters; renting of recreational vehicles; catering services. Owner: Great Canadian Railtour Company Ltd.</p>



23.	<p>SPECTACULAR AMERICA</p> <p>Disclaimer: The right to the exclusive use of the word AMERICA is disclaimed apart from the trade mark.</p>	<p>App. No.: 1,227,289 Filing Date: August 17, 2004 Status: Registered Status Date: November 24, 2005 Reg. No.: TMA653,479 Reg. Date: November 24, 2005</p>	<p>Services: (1) Transportation of passengers and goods by rail and bus; transportation of passengers and goods by air, water and ground via motorized and/or self-propelled vehicles (self driven by guests and/or driven by professionals); providing hotel accommodations; providing travel tour packages for others; operation of a travel agency; providing sight seeing tour services for others; providing bus charters; arranging for the rental of cars and other recreational vehicles; the operation of a hotel; providing soft adventure activities; providing activities namely helicopter riding, flying of self-propelled planes, kayaking, hiking, biking, fishing, canoeing, all terrain vehicles, rafting, skiing and snowmobiling. Owner: Great Canadian Railtour Company Ltd.</p>
24.	<p>SPECTACULAR CANADA</p> <p>Disclaimer: The right to the exclusive use of the word CANADA is disclaimed apart from the trade mark.</p>	<p>App. No.: 1,224,709 Filing Date: July 23, 2004 Status: Registered Status Date: August 22, 2005 Reg. No.: TMA646,282 Reg. Date: August 22, 2005</p>	<p>Services: (1) Transportation of passengers and goods by rail and bus; transportation of passengers and goods by air, water and ground via motorized and/or self-propelled vehicles (self driven by guests and/or driven by professionals); providing hotel accommodations; providing travel tour packages for others; operation of a travel agency; providing sight seeing tour services for others; providing bus charters; arranging for the rental of cars and other recreational vehicles; the operation of a hotel; providing soft adventure activities; providing activities, namely helicopter riding, flying of self-propelled planes, kayaking, hiking, biking, fishing, canoeing, All Terrain Vehicles, rafting, skiing and snowmobiling. Owner: Great Canadian Railtour Company Ltd.</p>
25.	<p>THE LAND OF A MILLION CHRISTMAS TREES</p>	<p>App. No.: 1,019,418 Filing Date: June 16, 1999 Status: Registered Status Date: March 23, 2001 Reg. No.: TMA542,968 Reg. Date: March 23, 2001</p>	<p>Wares: (1) Souvenir items namely: Clothing namely sweat shirts, golf shirts, jackets and hats; pre-recorded videotapes; amenity bags, luggage totes; leather luggage tags, waist packs, leather document wallets, document jackets; wooden chocolate boxes; flags; stationery products namely luggage tags, thank you cards, key envelopes, menus and pens. Services: (1) Service of providing transportation of passengers and goods by rail and bus.(2) Providing hotel</p>

			accommodations; providing travel tour packages.(3) Operations of a travel agency; providing site seeing services; providing bus charters; renting of recreational vehicles; catering services. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD.
26.	<p>THE MOST SPECTACULAR TRAIN TRIP IN THE WORLD</p> <p>Disclaimer: The right to the exclusive use of the words TRAIN and TRIP in respect of the services "transportation of passengers and goods by rail and bus" is disclaimed apart from the trade mark.</p>	<p>App. No.: 814,206 Filing Date: June 4, 1996 Status: Registered Status Date: May 23, 1997 Reg. No.: TMA476,759 Reg. Date: May 23, 1997</p>	<p>Wares: (1) Souvenir items namely; clothing namely sweatshirts, golf shirts, jackets and hats; amenity bags, luggage totes; leather luggage tags, waist packs, leather document wallets, document jackets; wooden chocolate boxes; and flags. Services: (1) Transportation of passengers and goods by rail and bus.(2) Operation of a hotel; catering services. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD.</p>
27.	<p>THE MOST SPECTACULAR TRAVEL EXPERIENCE OF YOUR LIFE</p>	<p>App. No.: 1,440,318 Filing Date: June 3, 2009 Status: Registered Status Date: August 31, 2010 Reg. No.: TMA775,941 Reg. Date: August 31, 2010</p>	<p>Services: (1) Service of providing transportation of passengers and goods by rail and bus. Owner: Great Canadian Railtour Company Ltd.</p>
28.	<p>THE ONLY WAY TO SEE THE CANADIAN ROCKIES</p> <p>Disclaimer: The right to the exclusive use of the words CANADIAN ROCKIES is disclaimed apart from the trade mark.</p>	<p>App. No.: 1,017,555 Filing Date: June 2, 1999 Status: Registered Status Date: June 19, 2001 Reg. No.: TMA546,786 Reg. Date: June 19, 2001</p>	<p>Wares: (1) Souvenir items namely: Clothing namely sweat shirts, golf shirts, jackets and hats.(2) Souvenir items namely: pre-recorded videotapes.(3) Souvenir items namely: amenity bags, luggage totes; leather luggage tags, waist packs, leather document wallets, document jackets.(4) Souvenir items namely: wooden chocolate boxes.(5) Souvenir items namely: flags.(6) Souvenir items namely: stationery products namely luggage tags, thank you cards, key envelopes, menus and pens. Services: (1) Service of providing transportation of passengers and goods by rail and bus.(2) Providing hotel accommodations; providing travel tour packages.(3) Operation of a travel agency; providing sight seeing services; providing bus charters; renting of recreational vehicles; catering services. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD.</p>

29.	<p>TRAIN & Design</p> 	<p>App. No.: 1,037,163 Filing Date: November 23, 1999 Status: Registered Status Date: October 29, 2001 Reg. No.: TMA553,069 Reg. Date: October 29, 2001</p>	<p>Wares: (1) Souvenir items namely: clothing namely sweat shirts, golf shirts, jackets and hats; amenity bags, luggage; leather luggage tags, waist packs, leather document wallets, document jackets; wooden boxes and wooden whistles; stationery products, namely luggage tags, thank you cards, post cards envelopes, paper and/or cardboard menus, pens and paper file/document jackets. Services: (1) Transportation of passengers and goods by rail and bus; tour operator namely providing travel tour packages.(2) The operation of a hotel; catering services. Owner: GREAT CANADIAN RAILTOUR COMPANY LTD.</p>
30.	<p>Train Stripe Design</p> 	<p>App. No.: 1,460,743 Filing Date: November 26, 2009 Status: Registered Status Date: March 16, 2012 Reg. No.: TMA820,093 Reg. Date: March 16, 2012</p>	<p>Services: (1) Service of providing transportation of passengers and goods by rail and bus. Owner: Great Canadian Railtour Company Ltd.</p>
31.	<p>WHISTLER MOUNTAINEER</p> <p>Disclaimer: The right to the exclusive use of the word WHISTLER is disclaimed apart from the trade mark.</p>	<p>App. No.: 1,197,941 Filing Date: November 24, 2003 Status: Registered Status Date: January 20, 2006 Reg. No.: TMA657,005 Reg. Date: January 20, 2006</p>	<p>Services: (1) Transportation of passengers by rail and bus; conducting sightseeing tours for others; arranging for the rental of cars and other automotive mobiles; arranging travel tours. Owner: Great Canadian Railtour Company Ltd.</p>
32.	<p>WHISTLER MOUNTAINEER & Design</p>  <p>Disclaimer: The right to the exclusive use of the word WHISTLER is disclaimed apart from the trade mark.</p>	<p>App. No.: 1,231,573 Filing Date: September 24, 2004 Status: Registered Status Date: November 30, 2005 Reg. No.: TMA653,939 Reg. Date: November 30, 2005</p>	<p>Services: (1) Transportation of passengers by rail and bus; conducting sightseeing tours for others; arranging for the rental of cars and other automotive mobiles; arranging travel tours. Owner: Great Canadian Railtour Company Ltd.</p>

33.	WHISTLER SEA TO SKY CLIMB	App. No.: 1,440,325 Filing Date: June 3, 2009 Status: Registered Status Date: September 3, 2010 Reg. No.: TMA776,273 Reg. Date: September 3, 2010	Services: (1) Service of providing transportation of passengers and goods by rail and bus. Owner: Great Canadian Railtour Company Ltd.
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Great Canadian Railtour Company Ltd. – List of Marks USA

No.	Mark	Serial / Registration Nos. & Status	Goods / Services & Owner
1.	MISCELLANEOUS DESIGN 	Serial. No.: 77722940 Filing Date: April 27, 2009 Status: Registered Status Date: August 9, 2011 Reg. No.: 4009865 Reg. Date: August 9, 2011 Register: Principal	G/S: 9 - Pre-recorded videotapes featuring travel related subjects 16 - Stationery products, namely, document jackets, paper flags, thank you cards, key envelopes, menus and pens 18 - Amenity bags sold empty, luggage tote bags, printed luggage tags 25 - Souvenir items, namely, clothing excluding denim jeans, namely, sweat shirts, golf shirts, jackets and hats 39 - Service of providing transportation of passengers and goods by rail and bus; providing travel tour packages; providing site seeing services, namely, organization, booking and arrangement of sightseeing tours; providing bus charters; renting of recreational vehicles Owner: Great Canadian Railtour Company Ltd.
2.	MISCELLANEOUS DESIGN 	Serial. No.: 77881557 Filing Date: November 27, 2009 Status: Registered Status Date: November 8, 2011 Reg. No.: 4054222 Reg. Date: November 8, 2011 Register: Supplemental	G/S: 39 - Service of providing transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.
3.	CANADIAN GOLD COLLECTION Disclaimer: Disclaimer: CANADIAN	Serial. No.: 76606613 Filing Date: August 9, 2004 Status: Registered Status Date: October 3, 2006 Reg. No.: 3151345 Reg. Date: October 3, 2006 Register: Principal	G/S: 39 - Transportation of passengers and goods by rail and bus; transportation of passengers and goods by air, water and ground via motorized and or self propelled vehicles self driven by guests and/or driven by professionals; providing travel tour packages for others; travel agency services, namely, making reservations and bookings for transportation; providing sightseeing tour services for others; providing bus charters; arranging for the rental of cars and other recreational vehicles; arranging and conducting expeditions of helicopter riding, flying of self-propelled planes, kayaking, hiking, biking, fishing, canoeing, all terrain vehicles, rafting, skiing and snowmobiling 43 – Hotel services Owner: Great Canadian Railtour Company Ltd.


4.	COAST CLASSIC Disclaimer: Disclaimer: "CLASSIC" AS TO CLASS 18	Serial. No.: 78555975 Filing Date: January 28, 2005 Status: Registered Status Date: July 20, 2010 Reg. No.: 3821911 Reg. Date: July 20, 2010 Register: Principal	G/S: 9 - Pre-recorded videotapes featuring train trips 16 - Paper identification tags, pens, and paper flags 18 - Toiletry cases sold empty, tote bags, leather luggage tags, waist packs, and leather document cases and leather document jackets 20 - Wooden chocolate boxes 25 - Clothing, namely, sweat shirts, golf shirts, jackets and hats 39 - Providing transportation of passengers and goods by rail and bus; providing bus charters; renting of recreational vehicles; arranging travel tours; arranging site seeing tour; travel booking agencies; travel agency services, namely, making reservations and bookings for transportation 43 - Travel agency services, namely, making reservations and bookings for restaurants and meals; catering services Owner: Great Canadian Railtour Company Ltd.
5.	COASTAL PASSAGE Disclaimer: Disclaimer: "COASTAL"	Serial. No.: 85497903 Filing Date: December 16, 2011 Status: Published Status Date: February 19, 2013 Register: Principal	G/S: 39 - Service of providing transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.
6.	FIRST PASSAGE TO THE WEST	Serial. No.: 77776089 Filing Date: July 7, 2009 Status: Registered Status Date: August 9, 2011 Reg. No.: 4009907 Reg. Date: August 9, 2011 Register: Principal	G/S: 39 - Service of providing transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.
7.	FRASER THE BEAR Disclaimer: Disclaimer: "BEAR"	Serial. No.: 77671535 Filing Date: February 16, 2009 Status: Registered Status Date: September 27, 2011 Reg. No.: 4032015 Reg. Date: September 27, 2011 Register: Principal	G/S: 28 - Plush toys Owner: Great Canadian Railtour Company Ltd.

8.	GLACIER DOME	Serial. No.: 78556085 Filing Date: January 28, 2005 Status: Registered Status Date: November 6, 2007 Reg. No.: 3330828 Reg. Date: November 6, 2007 Register: Principal	G/S: 9 - Pre-recorded videotapes featuring train trips 39 - Providing transportation of passengers and goods by rail and bus; providing bus charters; renting of recreational vehicles; arranging travel tours, arranging site seeing tours; travel booking agencies; travel agency services, namely, making reservations and bookings for transportation 43 - Providing travel lodging information services and travel lodging booking agency services for travellers; travel agency services, namely, making reservations and booking for temporary lodging; travel agency services, namely, making reservations and bookings for restaurants and meals; catering services; providing hotel accommodations namely making hotel reservations for others and hotel concierge services Owner: Great Canadian Railtour Company Ltd.
9.	JOURNEY THROUGH THE CLOUDS	Serial. No.: 77776083 Filing Date: July 7, 2009 Status: Registered Status Date: August 9, 2011 Reg. No.: 4009906 Reg. Date: August 9, 2011 Register: Principal	G/S: 39 - Service of providing transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.
10.	RAINFOREST TO GOLD RUSH	Serial. No.: 77776096 Filing Date: July 7, 2009 Status: Registered Status Date: August 16, 2011 Reg. No.: 4012927 Reg. Date: August 16, 2011 Register: Principal	G/S: 39 - Service of providing transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.
11.	ROCKY MOUNTAINEER	Serial. No.: 74706584 Filing Date: July 27, 1995 Status: Renewed Status Date: September 30, 2007 Reg. No.: 2100715 Reg. Date: September 30, 1997 Register: Principal	G/S: 39 - Transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.

12.	<p>ROCKY MOUNTAINEER GOLDLEAF SERVICE</p> <p>Disclaimer: Disclaimer: "SERVICE"</p>	<p>Serial. No.: 74674186 Filing Date: May 15, 1995 Status: Renewed Status Date: April 24, 2011 Reg. No.: 2446613 Reg. Date: April 24, 2001 Register: Principal</p>	<p>G/S: 16 - (based on use in commerce) stationery products, namely, luggage tags, thank you cards, envelopes, paper and/or cardboard menus, [pens, and paper flags; paper file/document jackets] 18 - CANCELLED - SEC. 8 - [(based on use in commerce) bags, namely, amenity bags, luggage tote bags and waist packs; leather document wallets; leather document folders] 20 - CANCELLED - SEC. 8 - [(based on 44(e)) wood boxes for chocolate] 25 - CANCELLED - SEC. 8 - [(based on use in commerce) clothing, namely, sweat shirts, golf shirts, jackets and hats] 39 - (based on use in commerce) transportation of passengers and goods by rail and bus 42 - CANCELLED - SEC. 8 - [(based on 44(e)) hotel services; catering services] Owner: Great Canadian Railtour Company Ltd.</p>
13.	<p>ROCKY MOUNTAINEER REDLEAF SERVICE</p> <p>Disclaimer: Disclaimer: "SERVICE"</p>	<p>Serial. No.: 74673549 Filing Date: May 15, 1995 Status: Renewed Status Date: June 27, 2010 Reg. No.: 2362450 Reg. Date: June 27, 2000 Register: Principal</p>	<p>G/S: 16 - CANCELLED - SEC. 8 - [stationery products, namely, luggage tags, thank you cards, envelopes, paper and/or cardboard menus, pens, and paper flags; paper file/document jackets] 18 - CANCELLED - SEC. 8 - [bags, namely, amenity bags, luggage tote bags and waist packs; leather document wallets; leather document folders] 20 - CANCELLED - SEC. 8 - [wood boxes for chocolate] 25 - CANCELLED - SEC. 8 - [clothing, namely, sweat shirts, golf shirts, jackets and hats] 39 - Transportation of passengers and goods by rail and bus 42 - CANCELLED - SEC. 8 - [hotel services; catering services] Owner: Great Canadian Railtour Company Ltd.</p>
14.	<p>ROCKY MOUNTAINEER SILVERLEAF SERVICE</p> <p>Disclaimer: Disclaimer: "SERVICE"</p>	<p>Serial. No.: 85265176 Filing Date: March 11, 2011 Status: Registered Status Date: December 6, 2011 Reg. No.: 4066304 Reg. Date: December 6, 2011 Register: Principal</p>	<p>G/S: 39 - Service of providing transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.</p>

15.	<p>ROCKY MOUNTAINEER VACATIONS</p> <p>Disclaimer: Disclaimer: "VACATIONS"</p>	<p>Serial. No.: 76595862 Filing Date: June 7, 2004 Status: Registered Status Date: September 19, 2006 Reg. No.: 3145990 Reg. Date: September 19, 2006 Register: Principal</p>	<p>G/S: 16 - Document jackets; paper flags 18 - Leather luggage tags; bags, namely, amenity bags, luggage tote bags and waist packs; leather document wallets 20 - (based on 44(e)) wooden chocolate boxes 25 - Clothing namely, sweat shirts, golf shirts, jackets and hats 39 - Transportation of passengers and goods by rail and bus; providing travel tour packages for others; travel agency services namely, making reservations and bookings for transportation; providing sight seeing tour services for others; providing bus charters; arranging for the rental of cars and other recreational vehicles 43 - Providing hotel accommodations; catering services; travel agency services for making reservations and bookings for temporary lodging, restaurants and meals Owner: Great Canadian Railtour Company Ltd.</p>
16.	<p>ROCKY MOUNTAINEER WHISTLER CLASSIC SERVICE</p> <p>Disclaimer: Disclaimer: "WHISTLER" AND "SERVICE"</p>	<p>Serial. No.: 77824846 Filing Date: September 11, 2009 Status: Registered Status Date: August 9, 2011 Reg. No.: 4009942 Reg. Date: August 9, 2011 Register: Principal</p>	<p>G/S: 39 - Service of providing transportation of passengers and goods by rail and bus; providing travel tour packages; providing bus charters; renting of recreational vehicles; conducting site seeing tours for others; travel agency services, namely, making reservations and bookings for transportation; travel booking agencies Owner: Great Canadian Railtour Company Ltd.</p>
17.	<p>ROCKY MOUNTAINEER WHISTLER DOME SERVICE</p> <p>Disclaimer: Disclaimer: "WHISTLER DOME SERVICE"</p>	<p>Serial. No.: 77824860 Filing Date: September 11, 2009 Status: Registered Status Date: October 11, 2011 Reg. No.: 4039024 Reg. Date: October 11, 2011 Register: Principal</p>	<p>G/S: 39 - Service of providing transportation of passengers and goods by rail and bus; providing travel tour packages; providing bus charters; renting of recreational vehicles; conducting site seeing tours for others; travel agency services, namely, making reservations and bookings for transportation; travel booking agencies Owner: Great Canadian Railtour Company Ltd.</p>

18.	THE MOST SPECTACULAR TRAIN TRIP IN THE WORLD	Serial. No.: 75164046 Filing Date: September 11, 1996 Status: Renewed Status Date: July 25, 2010 Reg. No.: 2371402 Reg. Date: July 25, 2000 Register: Principal	G/S: 16 - Paper identification tags, greetings cards, envelopes, menus, pens, and paper flags 18 - CANCELLED - SEC. 8 - [toiletry cases sold empty, tote bags, leather luggage tags, waist packs, and leather document cases] 20 - CANCELLED - SEC. 8 - [wooden chocolate boxes] 25 - CANCELLED - SEC. 8 - [clothing, namely, sweat shirts, golf shirts, jackets and hats] 42 - CANCELLED - SEC. 8 - [operation of a hotel, catering services] Owner: Great Canadian Railtour Company Ltd.
19.	THE MOST SPECTACULAR TRAIN TRIP IN THE WORLD	Serial. No.: 75977553 Filing Date: September 11, 1996 Status: Renewed Status Date: February 23, 2009 Reg. No.: 2226379 Reg. Date: February 23, 1999 Register: Principal - Section 2(F)	G/S: 39 - Transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.
20.	THE MOST SPECTACULAR TRAVEL EXPERIENCE OF YOUR LIFE	Serial. No.: 77753424 Filing Date: June 5, 2009 Status: Registered Status Date: July 26, 2011 Reg. No.: 4002941 Reg. Date: July 26, 2011 Register: Principal	G/S: 39 - Service of providing transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.
21.	THE ONLY WAY TO SEE THE CANADIAN ROCKIES	Serial. No.: 75887137 Filing Date: January 5, 2000 Status: Registered Status Date: September 17, 2002 Reg. No.: 2621840 Reg. Date: September 17, 2002 Register: Principal	G/S: 16 - Stationery products, namely, post cards, thank you cards, envelopes, paper and cardboard menus, pens, paper flags, paper file/document jackets 39 - Transportation of passengers and goods by rail and bus; tour operator, namely, providing travel tour packages Owner: Great Canadian Railtour Company Ltd.
22.	WHISTLER MOUNTAINEER Disclaimer: Disclaimer: "WHISTLER"	Serial. No.: 76567522 Filing Date: December 18, 2003 Status: Registered Status Date: January 23, 2007 Reg. No.: 3202486 Reg. Date: January 23, 2007 Register: Principal	G/S: 39 - Transportation of passengers by rail and bus; conducting sightseeing tours for others; arranging for the rental of cars and other automotive mobiles; arranging travel tours Owner: Great Canadian Railtour Company Ltd.

23.	<p>WHISTLER MOUNTAINEER AND DESIGN</p>  <p>Disclaimer: Disclaimer: WHISTLER</p>	<p>Serial. No.: 76622125 Filing Date: November 24, 2004 Status: Registered Status Date: May 15, 2007 Reg. No.: 3242792 Reg. Date: May 15, 2007 Register: Principal</p>	<p>G/S: 39 - Transportation of passengers by rail and bus; conducting sightseeing tours for others; arranging for the rental of cars and other automotive mobiles; arranging travel tours Owner: Great Canadian Railtour Company Ltd.</p>
24.	<p>WHISTLER SEA TO SKY CLIMB</p> <p>Disclaimer: Disclaimer: "WHISTLER"</p>	<p>Serial. No.: 77776006 Filing Date: July 7, 2009 Status: Registered Status Date: August 9, 2011 Reg. No.: 4009905 Reg. Date: August 9, 2011 Register: Principal</p>	<p>G/S: 39 - Service of providing transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.</p>