

Form PTO-1594 (Rev. 12-11)
OMB Collection 0651-0027 (exp. 04/30/2015)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

WIH HOTELS L.L.C.

- Individual(s)
- Partnership
- Corporation- State: _____
- Other LIMITED LIABILITY COMPANY

Citizenship (see guidelines) DELAWARE

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) MAY 30, 2013

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: WELLESLEY FRANCHISING L.L.C.

Street Address: 909 HIDDEN RIDGE, SUITE 600

City: IRVING

State: TEXAS

Country: USA

Zip: 75038

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other lim. liability co. Citizenship DELAWARE

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text

B. Trademark Registration No.(s)

4194012, 1947411, and 1801255

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

WELLESLEY INN & SUITES; WELLESLEY INN & SUITES and design; and VALUE NEVER LOOKED THIS GOOD

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: KAY LYN SCHWARTZ

Internal Address: GARDERE WYNNE SEWELL LLP
3000 THANKSGIVING TOWER

Street Address: 1601 ELM STREET

City: DALLAS

State: TEXAS

Zip: 75201-4761

Phone Number: 214-999-4702

Docket Number: 137807-3071

Email Address: kn@gardere.com

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 90.00

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number 07-0153

Authorized User Name KAY LYN SCHWARTZ

9. Signature:

Kay L Schwartz
Signature

6-7-13
Date

KAY LYN SCHWARTZ
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: A

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK ASSIGNMENT

This trademark assignment (hereinafter "Assignment") is between **WIH HOTELS L.L.C.**, a Delaware limited liability company (hereinafter "Assignor"), and **WELLESLEY FRANCHISING L.L.C.**, a Delaware limited liability company (hereinafter "Assignee"), 909 Hidden Ridge, Suite 600, Irving, Texas 75038.

WHEREAS, the purpose of this document is to memorialize the transfer of Assignor's right, title and interest in and to the trademark registrations listed in EXHIBIT A attached hereto (hereinafter collectively the "Trademarks"), together with the good will of the business symbolized by the respective Trademarks, to Assignee, in a form suitable for recording.

NOW, THEREFORE, in consideration for the foregoing premises, and for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor does assign and transfer to Assignee, all of Assignor's right, title and interest in and to the Trademarks, together with the good will of the business symbolized by the respective Trademarks, including, but not limited to, the right to sue and collect damages for past infringement of the Trademarks, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors and assigns, as entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made.

Assignor and Assignee shall execute and deliver all such further instruments, assignments, assurances and other documents as may reasonably be required to more fully assign and convey to and vest in Assignee all rights in and to the Trademarks as provided herein, including the re-execution of any document required for recordation purposes.

Assignor and Assignee may execute multiple originals of this Assignment. This Assignment may be executed in counterparts, each of which when executed shall be deemed to be an original but all of which taken together shall constitute one and the same instrument.

[Remainder of page intentionally left blank; signature pages follow.]

ASSIGNEE:

WELLESLEY FRANCHISING L.L.C.

Date: 5/31/13

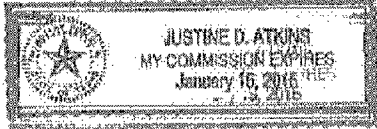
By: 
Name: Mark Chloupek
Title: Vice President

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

BEFORE ME, the undersigned, a Notary Public, on this day personally appeared Mark Chloupek, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he/she executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 31 day of May, 2013.



[SEAL]




NOTARY PUBLIC, STATE OF TEXAS

SCHEDULE A

TRADEMARKS

TRADEMARK	COUNTRY	DATE OF APPL./REG.	REG. NO.	OUR FILE NO.
VALUE NEVER LOOKED THIS GOOD	US	10/26/1993	1801255	131213-3062
WELLESLEY INN & SUITES	US	08/21/2012	4194012	131213-3060
	US	01/09/1996	1947411	131213-3061
	Mexico	01/19/2011	1197462	131213-7153

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RECORDED: 06/04/2013

TRADEMARK
REEL: 005041 FRAME: 0851