

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	10/02/2012		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Starwood Hotels & Resorts Worldwide, Inc.		07/01/2013
			Entity Type
			CORPORATION: MARYLAND
RECEIVING PARTY DATA			
Name:	Poconos HoldCo, L.L.C.		
Street Address:	545 E. John Carpenter Frwy		
Internal Address:	Suite 1400		
City:	Irving		
State/Country:	TEXAS		
Postal Code:	75062		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
	Property Type	Number	Word Mark
	Registration Number:	1551437	CHAMPAGNE TOWERS
	Registration Number:	1688189	
CORRESPONDENCE DATA			
Fax Number:	2146594832		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	2146594578		
Email:	nealk@aklp.com		
Correspondent Name:	Michele P. Schwartz		
Address Line 1:	1717 Main Street		
Address Line 2:	Suite 3700		
Address Line 4:	Dallas, TEXAS 75201		
ATTORNEY DOCKET NUMBER:	171464		
TRADEMARK			

CH \$65.00 1551437

NAME OF SUBMITTER:	Michele P. Schwartz
Signature:	/Michele P. Schwartz/
Date:	08/21/2013
Total Attachments: 3 source=champagnetowerassignmentsb#page1.tif source=champagnetowerassignmentsb#page2.tif source=champagnetowerassignmentsb#page3.tif	

ASSIGNMENT OF SERVICE MARKS

This Assignment of Service Marks (this "Assignment") is made to be effective as of October 2, 2012, by and between Starwood Hotels & Resorts Worldwide, Inc., a Maryland corporation, (the "Assignor"), and Poconos HoldCo, L.L.C., a Delaware limited liability company, (the "Assignee").

BY THIS INSTRUMENT, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor hereby sells, conveys, assigns, transfers and delivers to the Assignee and its successors and assigns, all rights, title and interest in and to the service marks CHAMPAGNE TOWERS and a Champagne Glass Design mark as depicted in Schedule A attached hereto and made a part hereof, including without limitation United States Service Mark Registration No. 1,551,437 (for the CHAMPAGNE TOWERS mark) and United States Service Mark Registration No. 1,688,189 (for the Champagne Glass Design mark) therefor, including all common law rights and goodwill associated therewith (collectively, the "Service Marks"), and the entire right, title and interest in and to any and all claims and demands the Assignor may have either at law or in equity arising out of past, present or future third party infringement thereof, to have and to hold the Service Marks forever, free and clear of all encumbrances.

The Assignor covenants with the Assignee that the Assignor will take all such further actions, execute and deliver all such further documents and do all such other acts and things as the Assignee may reasonably request for the purpose of carrying out the intent of this Assignment.

The Assignor hereby authorizes the United States Patent and Trademark Office and other corresponding officials of other jurisdictions, as appropriate, to record this instrument and to record the Assignee as the owner of the Service Marks and registrations therefor.

This Assignment will be binding on the Assignor and its successors and assigns, and will inure to the benefit of the Assignee and its successors and assigns.

The Assignor hereby covenants that it has full right to convey its entire interest as herein assigned, and that it has not executed any agreement inconsistent herewith and will not execute any agreement inconsistent herewith without Assignee's consent.

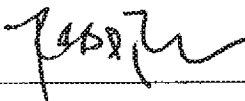
This Assignment may be executed in one or more counterparts (including by facsimile or portable document format (pdf)) for the convenience of the parties hereto, each of which will be deemed an original, but all of which together will constitute one and the same instrument. No signature page to this Assignment evidencing a party's execution hereof will be deemed to be delivered by such party to any other party hereto until such delivering party has received executed signature pages from all parties signatory to this Assignment.

[Remainder of page intentionally left blank; Signature page to follow.]

IN WITNESS WHEREOF, the parties have caused this Assignment to be executed and delivered in their names by their respective duly authorized officers or representatives, to be effective as of the date first written above.

ASSIGNOR:

STARWOOD HOTELS & RESORTS WORLDWIDE, INC.

By: 

Name: Todd Noonan

Title: Senior Vice President & Assistant Secretary

Date: July 1, 2013

ASSIGNEE:

POCONOS HOLDCO, L.L.C.

By: 

Name: Ron J. Hoyl

Title: Vice President

Date: _____

SCHEDULE A

Depiction of Champagne Glass Design mark

