

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM357063

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>SEQUENCE:</b>	3		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Mileage Plus Holdings, LLC		09/22/2015	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	United Airlines, Inc.		
<b>Street Address:</b>	233 S, Wacker Drive		
<b>Internal Address:</b>	HDQLD - 11th Floor		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60606		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3610590	AWARD ACCELERATOR	
<b>Registration Number:</b>	2945974	MILEAGE PLUS MALL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Email:</b>	theresa.conduah@united.com		
<b>Correspondent Name:</b>	Theresa Conduah		
<b>Address Line 1:</b>	233 S, Wacker Drive		
<b>Address Line 2:</b>	HDQLD-11th Floor		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60606		
<b>NAME OF SUBMITTER:</b>	Theresa Conduah		
<b>SIGNATURE:</b>	/Theresa Conduah/		
<b>DATE SIGNED:</b>	10/01/2015		
<b>Total Attachments: 2</b>			
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**TRADEMARK ASSIGNMENT**

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged, Mileage Plus Holdings, LLC, a limited liability company with its principal place of business at 233 South Wacker Drive, Chicago, Illinois 60606 ("Assignor"), the owner of all right, title and interest in and to the trademarks and registrations identified on Schedule A attached hereto, any common law rights relating to any of the foregoing trademarks, together with all associated goodwill represented by any of the foregoing, and the right to sue and recover for, and the right to damages, profits and penalties due or accrued, arising out of or in connection with, any and all infringements and dilution of or damages or injury to any and all of the foregoing, as well as the right to file applications directed to and obtain registrations for any of the foregoing, in any and all jurisdictions throughout the world (all of the foregoing individually and/or collectively referred to as Trademark Rights) hereby sells, assigns, transfers and conveys unto United Airlines, Inc. all of the Trademark Rights as fully and entirely as the same would have been held by Assignor had this assignment not been made.

IN WITNESS WHEREOF, Mileage Plus Holdings, LLC, intending to be legally bound, has caused this Trademark Assignment to be executed by its duly authorized officer as of the 22 day of September, 2015.

**Mileage Plus Holdings, LLC**

By: Thomas O'Toole

Name: Thomas O'Toole

SVP & Chief Marketing Officer

Subscribed and sworn to before me this 22 day of September, 2015.

Barbara Thomas  
Notary Public

SEAL

My commission expires: 10/3/18



**Schedule A**

<b>Trademark</b>	<b>Jurisdiction</b>	<b>Status</b>	<b>Reg. No.</b>	<b>Reg. Date</b>	<b>Goods/Services</b>
AWARD ACCELERATOR	United States	Registered	3,610,590	4/21/2009	air transportation services featuring a frequent flyer bonus program
MILEAGE PLUS MALL	United States	Registered	2,945,974	5/3/2005	promoting the goods and services of others through the administration and operation of customer loyalty, incentive and bonus programs.