

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM371708

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Great Canadian Railtour Company Ltd.		01/22/2016	CORPORATION: CANADA
RECEIVING PARTY DATA			
Name:	Royal Bank of Canada		
Street Address:	Commercial Financial Services		
Internal Address:	36th Floor, 1055 West Georgia Street		
City:	Vancouver		
State/Country:	CANADA		
Postal Code:	V6E 3N9		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Serial Number:	86675551	ROCKY MOUNTAINEER VACATIONS	
Serial Number:	86704051	CREATORS OF LIFE CHANGING EXPERIENCES	
Serial Number:	86704068	GOLDLEAF SERVICE	
Serial Number:	86704082	GOLDLEAF DELUXE SERVICE	
Serial Number:	86704094	SILVERLEAF SERVICE	
Serial Number:	86675486	PLATINUMLEAF SERVICE	
Serial Number:	86675529	ROCKY MOUNTAINEER RAILTOURS	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Phone:	604-641-4826		
Email:	lah@bht.com		
Correspondent Name:	H. Regehr, Bull, Housser & Tupper LLP		
Address Line 1:	1800 - 510 West Georgia Street		
Address Line 4:	Vancouver, CANADA V6B 0M3		
NAME OF SUBMITTER:	Herb Regehr		
SIGNATURE:	/HerbRegehr/		

OP \$190.00 86675551

DATE SIGNED:

02/02/2016

Total Attachments: 22

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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 January 22, 2016, 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 entitled "Amended and Restated Credit Agreement" dated for reference January 22, 2016 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 an 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 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.

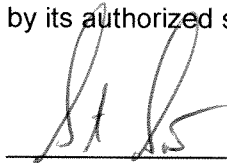
SECTION 4. Execution in Counterparts. This Recordable IP Security Agreement may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

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


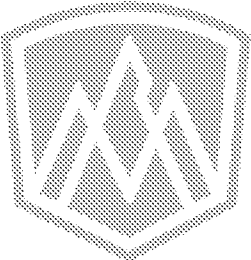
GreatCanadian Railtour Company Ltd.–List of Marks Canada

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
1.	<p>Bear Design</p> 	<p>App. No.: 1427798 Filing Date: February 13, 2009 Status: Registered Status Date: February 17, 2010 Reg. No.: TMA759740 Reg. Date: February 17, 2010</p>	<p>GOODS: (1) Plush toys.(2) Printed publication namely books. OWNER: Great Canadian Railtour Company Ltd.</p>	<p>May 28, 2013</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.: 1224710 Filing Date: July 23, 2004 Status: Registered Status Date: August 23, 2005 Reg. No.: TMA646347 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>	<p>May 28, 2013</p>

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
3.	COAST CLASSIC	App. No.: 1243989 Filing Date: January 18, 2005 Status: Registered Status Date: February 16, 2007 Reg. No.: TMA681760 Reg. Date: February 16, 2007	GOODS: (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 (case closed)	May 28, 2013
4.	COASTAL PASSAGE	App. No.: 1556592 Filing Date: December 15, 2011 Status: Registered Status Date: December 5, 2012 Reg. No.: TMA837855 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.	May 28, 2013
5.	FIRST PASSAGE TO THE WEST	App. No.: 1440323 Filing Date: June 3, 2009 Status: Registered Status Date: September 3, 2010 Reg. No.: TMA776247 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.	May 28, 2013
6.	FRASER THE BEAR	App. No.: 1425672 Filing Date: January 26, 2009 Status: Registered Status Date: February 10, 2010 Reg. No.: TMA759218 Reg. Date: February 10, 2010	GOODS: (1) Plush toys; Printed publication namely books. OWNER: Great Canadian Railtour Company Ltd.	May 28, 2013

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
7.	GLACIER DOME	App. No.: 1243988 Filing Date: January 18, 2005 Status: Registered Status Date: November 28, 2005 Reg. No.: TMA653682 Reg. Date: November 28, 2005	GOODS: (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.	May 28, 2013

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
8.	GREAT CANADIAN RAILTOUR COMPANY 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.	App. No.: 835985 Filing Date: February 7, 1997 Status: Registered Status Date: March 3, 2005 Reg. No.: TMA634268 Reg. Date: March 3, 2005	GOODS: (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 (case closed)	May 28, 2013
9.	JOURNEY THROUGH THE CLOUDS	App. No.: 1440324 Filing Date: June 3, 2009 Status: Registered Status Date: August 31, 2010 Reg. No.: TMA775958 Reg. Date: August 31, 2010	SERVICES: (1) Service of providing transportation of passengers and goods by rail and bus. OWNER: Great Canadian Railtour Company Ltd.	May 28, 2013
10.	JOURNEYS WEST	App. No.: 1195332 Filing Date: October 29, 2003 Status: Registered Status Date: January 7, 2005 Reg. No.: TMA629728 Reg. Date: January 7, 2005	GOODS: (1) Publications namely a magazine. OWNER: Great Canadian Railtour Company Ltd.	May 28, 2013
11.	RAINFOREST TO GOLD RUSH	App. No.: 1440647 Filing Date: June 5, 2009 Status: Registered Status Date: September 7, 2010 Reg. No.: TMA776362 Reg. Date: September 7, 2010	SERVICES: (1) Service of providing transportation of passengers and goods by rail and bus. OWNER: Great Canadian Railtour Company Ltd.	May 28, 2013

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
12.	RAM/TRAIN/MOUNTAINS & DESIGN 	App. No.: 842030 Filing Date: April 11, 1997 Status: Registered Status Date: March 23, 1998 Reg. No.: TMA491778 Reg. Date: March 23, 1998	GOODS: (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.	May 28, 2013
13.	RM & Design 	App. No.: 1435754 Filing Date: April 23, 2009 Status: Registered Status Date: September 7, 2010 Reg. No.: TMA776330 Reg. Date: September 7, 2010	GOODS: (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.	May 28, 2013
14.	ROCKY MOUNTAINEER	App. No.: 647212 Filing Date: December 18, 1989 Status: Registered Status Date: November 29, 1991 Reg. No.: TMA390704 Reg. Date: November 29, 1991	SERVICES: (1) Services de transport de passager par train. OWNER: Great Canadian Railtour Company Ltd.	May 28, 2013


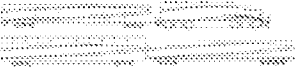

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
15.	ROCKY MOUNTAINEER GOLDLEAF SERVICE Disclaimer: The right to the exclusive use of the word SERVICE is disclaimed apart from the trade mark.	App. No.: 777805 Filing Date: March 14, 1995 Status: Registered Status Date: March 13, 1997 Reg. No.: TMA472636 Reg. Date: March 13, 1997	GOODS: (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. (case closed)	May 28, 2013
16.	ROCKY MOUNTAINEER RAILTOUR 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.	App. No.: 847740 Filing Date: June 11, 1997 Status: Registered Status Date: May 22, 1998 Reg. No.: TMA495112 Reg. Date: May 22, 1998	GOODS: (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.	May 28, 2013
17.	ROCKY MOUNTAINEER RAILTOURS Disclaimer: The right to the exclusive use of the word RAILTOURS is disclaimed apart from the trade mark.	App. No.: 890546 Filing Date: September 16, 1998 Status: Registered Status Date: October 22, 1999 Reg. No.: TMA518567 Reg. Date: October 22, 1999	GOODS: (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.	May 28, 2013

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
18.	ROCKY MOUNTAINEER REDLEAF SERVICE Disclaimer: The right to the exclusive use of the word SERVICE is disclaimed apart from the trade mark.	App. No.: 777804 Filing Date: March 14, 1995 Status: Registered Status Date: October 25, 1996 Reg. No.: TMA465198 Reg. Date: October 25, 1996	GOODS: (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.	May 28, 2013
19.	ROCKY MOUNTAINEER SILVERLEAF SERVICE Disclaimer: The right to the exclusive use of the word SERVICE is disclaimed apart from the trade mark.	App. No.: 808231 Filing Date: March 26, 1996 Status: Registered Status Date: April 14, 1997 Reg. No.: TMA474723 Reg. Date: April 14, 1997	GOODS: (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.	May 28, 2013
20.	ROCKY MOUNTAINEER VACATIONS Disclaimer: The right to the exclusive use of the word VACATIONS is disclaimed apart from the trade mark.	App. No.: 1218217 Filing Date: May 26, 2004 Status: Registered Status Date: July 19, 2005 Reg. No.: TMA644671 Reg. Date: July 19, 2005	GOODS: (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.	May 28, 2013
21.	ROCKY MOUNTAINEER WHISTLER CLASSIC SERVICE	App. No.: 1451339 Filing Date: September 10, 2009 Status: Registered Status Date: September 3, 2010 Reg. No.: TMA776245 Reg. Date: September 3, 2010	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.	May 28, 2013

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
22.	ROCKY MOUNTAINEER WHISTLER DOME SERVICE	App. No.: 1451340 Filing Date: September 10, 2009 Status: Registered Status Date: August 31, 2010 Reg. No.: TMA775842 Reg. Date: August 31, 2010	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.	May 28, 2013
23.	SPECTACULAR AMERICA Disclaimer: The right to the exclusive use of the word AMERICA is disclaimed apart from the trade mark.	App. No.: 1227289 Filing Date: August 17, 2004 Status: Registered Status Date: November 24, 2005 Reg. No.: TMA653479 Reg. Date: November 24, 2005	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.	May 28, 2013

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
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.: 1224709 Filing Date: July 23, 2004 Status: Registered Status Date: August 22, 2005 Reg. No.: TMA646282 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>	May 28, 2013
25.	<p>THE LAND OF A MILLION CHRISTMAS TREES</p>	<p>App. No.: 1019418 Filing Date: June 16, 1999 Status: Registered Status Date: March 23, 2001 Reg. No.: TMA542968 Reg. Date: March 23, 2001</p>	<p>GOODS: (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 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.</p>	May 28, 2013


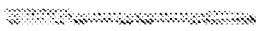
No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
26.	<p>THE MOST SPECTACULAR TRAIN TRIP IN THE WORLD</p> <p>Disclaimer: The right to the exclusive use of the words TRAIN and TRIP in respect of the services "transportation of passengers and goods by rail and bus" is disclaimed apart from the trade mark.</p>	<p>App. No.: 814206 Filing Date: June 4, 1996 Status: Registered Status Date: May 23, 1997 Reg. No.: TMA476759 Reg. Date: May 23, 1997</p>	<p>GOODS: (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 Services Ltd.</p>	May 28, 2013
27.	<p>THE MOST SPECTACULAR TRAVEL EXPERIENCE OF YOUR LIFE</p>	<p>App. No.: 1440318 Filing Date: June 3, 2009 Status: Registered Status Date: August 31, 2010 Reg. No.: TMA775941 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>	May 28, 2013
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.: 1017555 Filing Date: June 2, 1999 Status: Registered Status Date: June 19, 2001 Reg. No.: TMA546786 Reg. Date: June 19, 2001</p>	<p>GOODS: (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>	May 28, 2013

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
29.	TRAIN & Design 	App. No.: 1037163 Filing Date: November 23, 1999 Status: Registered Status Date: October 29, 2001 Reg. No.: TMA553069 Reg. Date: October 29, 2001	GOODS: (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.	May 28, 2013
30.	Train Stripe Design 	App. No.: 1460743 Filing Date: November 26, 2009 Status: Registered Status Date: March 16, 2012 Reg. No.: TMA820093 Reg. Date: March 16, 2012	SERVICES: (1) Service of providing transportation of passengers and goods by rail and bus. OWNER: Great Canadian Railtour Company Ltd.	May 28, 2013
31.	WHISTLER MOUNTAINEER Disclaimer: The right to the exclusive use of the word WHISTLER is disclaimed apart from the trade mark.	App. No.: 1197941 Filing Date: November 24, 2003 Status: Registered Status Date: January 20, 2006 Reg. No.: TMA657005 Reg. Date: January 20, 2006	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.	May 28, 2013
32.	WHISTLER MOUNTAINEER & Design  Disclaimer: The right to the exclusive use of the word WHISTLER is disclaimed apart from the trade mark.	App. No.: 1231573 Filing Date: September 24, 2004 Status: Registered Status Date: November 30, 2005 Reg. No.: TMA653939 Reg. Date: November 30, 2005	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.	May 28, 2013

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
33.	WHISTLER SEA TO SKY CLIMB	App. No.: 1440325 Filing Date: June 3, 2009 Status: Registered Status Date: September 3, 2010 Reg. No.: TMA776273 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.	May 28, 2013
34.	CREATORS OF LIFE CHANGING EXPERIENCES	App. No.: 1734771 Filing Date: June 26, 2015 Status: Formalized Status Date: July 7, 2105 Reg. No.: Not Registered	GOODS: (1) Pre-recorded videotapes featuring travel related subjects. Stationery products, namely, document jackets, paper flags, thank you cards, key envelopes, menus and pens. SERVICES: (1) 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.	TO BE REG'D
35.	GOLDLEAF SERVICE	App. No.: 1734768 Filing Date: June 26, 2015 Status: Formalized Status Date: July 7, 2105 Reg. No.: Not Registered	GOODS: (1) Pre-recorded videotapes featuring travel related subjects. Stationery products, namely, document jackets, paper flags, thank you cards, key envelopes, menus and pens. SERVICES: (1) 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.	TO BE REG'D
36.	PLATINUMLEAF SERVICE	App. No.: 1734773 Filing Date: June 26, 2015 Status: Formalized Status Date: July 7, 2105 Reg. No.: Not Registered	GOODS: (1) Pre-recorded videotapes featuring travel related subjects. Stationery products, namely, document jackets, paper flags, thank you cards, key envelopes, menus and pens. SERVICES: (1) 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.	TO BE REG'D

No.	Mark	Application / Registration Nos. & Status	Wares / Services & Owner	GSA Reg'd
37.	SILVERLEAF SERVICE	App. No.: 1734772 Filing Date: June 26, 2015 Status: Formalized Status Date: July 7, 2105 Reg. No.: Not Registered	GOODS: (1) Pre-recorded videotapes featuring travel related subjects. Stationery products, namely, document jackets, paper flags, thank you cards, key envelopes, menus and pens. SERVICES: (1) 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.	TO BE REG'D
38.	GOLDLEAF DELUXE SERVICE	App. No.: 1734765 Filing Date: June 26, 2015 Status: Formalized Status Date: July 7, 2105 Reg. No.: Not Registered	GOODS: Pre-recorded videotapes featuring travel related subjects. Stationary products, namely, document jackets, paper flags, thank you cards, key envelopes, menus and pens. SERVICES: 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.	TO BE REG'D

GreatCanadian Railtour Company Ltd.-List ofMarks -USA

No.	Mark	Serial / Registration Nos. & Status	Goods / Services & Owner	GSA Reg'd
1.	<p>MISCELLANEOUS DESIGN</p> 	<p>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</p>	<p>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.</p>	<p>May 1, 2013</p>
2.	<p>MISCELLANEOUS DESIGN</p> 	<p>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</p>	<p>G/S: 39 - Service of providing transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.</p>	<p>May 1, 2013</p>
3.	<p>COAST CLASSIC Disclaimer: Disclaimer: "CLASSIC" AS TO CLASS 18</p>	<p>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</p>	<p>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.</p>	<p>May 1, 2013</p>
4.	<p>COASTAL PASSAGE Disclaimer: Disclaimer: "COASTAL"</p>	<p>Serial. No.: 85497903 Filing Date: December 16, 2011 Status: Published Status Date: February 19, 2013 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>	<p>May 1, 2013</p>

No.	Mark	Serial / Registration Nos. & Status	Goods / Services & Owner	GSA Reg'd
5.	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.	May 1, 2013
6.	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.	May 1, 2013
7.	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.	May 1, 2013
8.	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.	May 1, 2013
9.	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.	May 1, 2013

No.	Mark	Serial / Registration Nos. & Status	Goods / Services & Owner	GSA Reg'd
10.	ROCKY MOUNTAINEER GOLDLEAF SERVICE Disclaimer: Disclaimer: "SERVICE"	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	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.	May 1, 2013
11.	ROCKY MOUNTAINEER REDLEAF SERVICE Disclaimer: Disclaimer: "SERVICE"	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	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.	May 1, 2013
12.	ROCKY MOUNTAINEER SILVERLEAF SERVICE Disclaimer: Disclaimer: "SERVICE"	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	G/S: 39 - Service of providing transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.	May 1, 2013

No.	Mark	Serial / Registration Nos. & Status	Goods / Services & Owner	GSA Reg'd
13.	ROCKY MOUNTAINEER WHISTLER CLASSIC SERVICE Disclaimer: Disclaimer: "WHISTLER" AND "SERVICE"	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	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.	May 1, 2013
14.	ROCKY MOUNTAINEER WHISTLER DOME SERVICE Disclaimer: Disclaimer: "WHISTLER DOME SERVICE"	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	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.	May 1, 2013
15.	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.	May 1, 2013
16.	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.	May 1, 2013
17.	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.	May 1, 2013

No.	Mark	Serial / Registration Nos. & Status	Goods / Services & Owner	GSA Reg'd
18.	WHISTLER SEA TO SKY CLIMB Disclaimer: Disclaimer: "WHISTLER"	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	G/S: 39 - Service of providing transportation of passengers and goods by rail and bus Owner: Great Canadian Railtour Company Ltd.	May 1, 2013
19.	ROCKY MOUNTAINEER VACATIONS	Serial. No.: 86675551 Filing Date: June 26, 2015 Status: Pending Status Date: November 17, 2015 Reg. No.: TBD Reg. Date: TBD Register: PRINCIPAL	G/S: Pre-recorded videotapes featuring travel related subjects; Stationery products, namely, document jackets and paper flags; Stationery products, namely, thank you cards, key envelopes, menus and pens; 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.	TO BE REG'D
20.	CREATORS OF LIFE CHANGING EXPERIENCES	Serial. No.: 86704051 Filing Date: July 24, 2015 Status: Pending Status Date: November 17, 2015 Reg. No.: TBD Reg. Date: TBD Register: PRINCIPAL	G/S: Pre-recorded CD's, DVD's and videotapes featuring travel related subjects; Stationery products, namely, document jackets, paper flags, thank you cards, key envelopes, menus and pens; Service of providing transportation of passengers and goods by rail and bus; providing travel tour packages; providing site seeing services, namely, organization, booking and arrangements of sightseeing tours; providing bus charters; renting of recreational vehicles Owner: Great Canadian Railtour Company Ltd.	TO BE REG'D

No.	Mark	Serial / Registration Nos. & Status	Goods / Services & Owner	GSA Reg'd
21.	GOLDLEAF SERVICE	Serial. No.: 86704068 Filing Date: July 24, 2015 Status: Pending Status Date: November 17, 2015 Reg. No.: TBD Reg. Date: TBD Register: PRINCIPAL	G/S: Pre-recorded CD's, DVD's and videotapes featuring travel related subjects; Stationery products, namely, document jackets, paper flags, thank you cards, key envelopes, menus and pens; Service of providing transportation of passengers and goods by rail and bus; providing travel tour packages; providing site seeing services, namely, organization, booking and arrangements of sightseeing tours; providing bus charters; renting of recreational vehicles Owner: Great Canadian Railtour Company Ltd.	TO BE REG'D
22.	GOLDLEAF DELUXE SERVICE	Serial. No.: 86704082 Filing Date: July 24, 2015 Status: Pending Status Date: November 17, 2015 Reg. No.: TBD Reg. Date: TBD Register: PRINCIPAL	G/S: Pre-recorded CD's, DVD's and videotapes featuring travel related subjects; Stationery products, namely, document jackets, paper flags, thank you cards, key envelopes, menus and pens; Service of providing transportation of passengers and goods by rail and bus; providing travel tour packages; providing site seeing services, namely, organization, booking and arrangements of sightseeing tours; providing bus charters; renting of recreational vehicles Owner: Great Canadian Railtour Company Ltd.	TO BE REG'D
23.	SILVERLEAF SERVICE	Serial. No.: 86704094 Filing Date: July 24, 2015 Status: Pending Status Date: November 17, 2015 Reg. No.: TBD Reg. Date: TBD Register: PRINCIPAL	G/S: Pre-recorded CD's, DVD's and videotapes featuring travel related subjects; Stationery products, namely, document jackets, paper flags, thank you cards, key envelopes, menus and pens; Service of providing transportation of passengers and goods by rail and bus; providing travel tour packages; providing site seeing services, namely, organization, booking and arrangements of sightseeing tours; providing bus charters; renting of recreational vehicles Owner: Great Canadian Railtour Company Ltd.	TO BE REG'D

No.	Mark	Serial / Registration Nos. & Status	Goods / Services & Owner	GSA Reg'd
24.	PLATINUMLEAF SERVICE	Serial. No.: 86675486 Filing Date: June 26, 2015 Status: Pending Status Date: November 17, 2015 Reg. No.: TBD Reg. Date: TBD Register: PRINCIPAL	G/S: Pre-recorded videotapes featuring travel related subjects; Stationery products, namely, document jackets, paper flags, thank you cards, key envelopes, menus and pens; 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.	TO BE REG'D
25.	ROCKY MOUNTAINEER RAILTOURS	Serial. No.: 86675529 Filing Date: June 26, 2015 Status: Pending Status Date: November 17, 2015 Reg. No.: TBD Reg. Date: TBD Register: PRINCIPAL	G/S: Pre-recorded videotapes featuring travel related subjects; Stationery products, namely, document jackets, paper flags, thank you cards, key envelopes, menus and pens; 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.	TO BE REG'D