

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM464482

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Windstar Cruises, LLC		03/02/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Windstar Cruises Marshall Islands, LLC		
Street Address:	2101 4th Avenue		
Internal Address:	Suite 210		
City:	Seattle		
State/Country:	WASHINGTON		
Postal Code:	98121		
Entity Type:	Limited Liability Company: MARSHALL ISLANDS		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1425182	WINDSTAR	
CORRESPONDENCE DATA			
Fax Number:	3123606250		
<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:	312-360-6000		
Email:	trademarks@freeborn.com		
Correspondent Name:	Andrew L. Goldstein @ Freeborn & Peters		
Address Line 1:	311 S. Wacker Drive		
Address Line 2:	Suite 3000		
Address Line 4:	Chicago, ILLINOIS 60606		
NAME OF SUBMITTER:	Andrew L. Goldstein		
SIGNATURE:	/alg/		
DATE SIGNED:	03/06/2018		
Total Attachments: 4			
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ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT OF TRADEMARKS (the "Assignment") is entered into by and between Windstar Cruises, LLC, a Delaware limited liability company, ("Assignor"), and Windstar Cruises Marshall Islands, LLC, a Marshall Islands limited liability company with an address at 2101 4th Avenue, Suite 210, Seattle, WA 98121 ("Assignee").

WHEREAS, Assignor has adopted and is using the marks listed on Schedule A, attached hereto and incorporated herein, which are registered in the United States Patent and Trademark Office, and the marks listed on Schedule B, attached hereto and incorporated herein, which are registered in foreign trademark offices (collectively, the "Marks");

WHEREAS, pursuant to a certain Bill of Sale and Assumption Agreement (the "Agreement") dated March 1, 2018, entered into by and between Assignor and Assignee, Assignor desires to assign and transfer all of its right, title and interest in and to the Marks to Assignee; and

WHEREAS, Assignee is desirous of acquiring all right, title and interest in and to said Marks;

WHEREAS, Assignor and Assignee desire to enter into this Assignment to effect the purposes contemplated by the Agreement and for the purposes of assigning the Marks and all goodwill related to or symbolized by such Marks from Assignor to Assignee and recording such assignment with the United States Patent and Trademark Office and any relevant foreign trademark offices;

WHEREAS, it is a condition to the consummation of the transactions contemplated by the Agreement that the parties execute and deliver this Assignment;

NOW, THEREFORE, for the foregoing recited consideration and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all right, title and interest in and to the Marks, together with the good will of the business symbolized by the Marks, effective as of the date of the Agreement. Assignor does hereby further assign to Assignee any and all causes of action, claims, demands, or other rights occasioned from or because of any and all past infringements of said Marks, together with the right in Assignee to sue and recover therefore, including the right to bring suit in its own name.

Assignor further agrees, to the extent necessary and upon Assignee's request, to provide the respective foreign associates with powers of attorney sufficient to allow Assignee to take the steps necessary to transfer and record title.

WINDSTAR CRUISES, LLC
"Assignor"

By: Andrew X. Todd

Title: CHIEF EXECUTIVE OFFICER

Date: MARCH 2, 2018

WINDSTAR CRUISES MARSHALL ISLANDS, LLC
"Assignee"

By: Andrew X. Todd

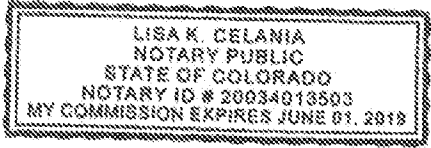
Title: CHIEF EXECUTIVE OFFICER

Date: MARCH 2, 2018

State of COLORADO)
) SS
County of ARAPAHOE

On this 2nd day of March, 2018 before me appeared ANDREW N. TODD the person who signed this instrument, who acknowledged that he/she signed it on behalf of the Assignor and pursuant to authority duly received.

Lisa K. Celania
Notary Public



SCHEDULE A
UNITED STATES TRADEMARK REGISTRATIONS

TRADEMARK	REGISTRATION NO.	REGISTRATION DATE
WINDSTAR	United States of America	1,425,182

SCHEDULE B
FOREIGN TRADEMARK REGISTRATIONS

TRADEMARK	COUNTRY	REGISTRATION No.	REGISTRATION DATE
WINDSTAR	Albania	1352131	02-May-2017
WINDSTAR	Australia	1352131	02-May-2017
WINDSTAR	Australia	A517400	21-Aug-1989
WINDSTAR	Austria	129581	13-Feb-1990
WINDSTAR	Benelux	465467	18-Aug-1999
WINDSTAR	Canada	382625	05-Apr-1991
WINDSTAR	European Union (Community)	316968	13-Nov-1998
WINDSTAR	France	1566104	19-Dec-1989
WINDSTAR	Germany	1174189	25-Aug-1989
WINDSTAR	Iceland	1352131	02-May-2017
WINDSTAR	Israel	1352131	02-May-2017
WINDSTAR	Italy	1255971	27-Nov-1992
WINDSTAR	Japan	1352131	02-May-2017
WINDSTAR	Japan	3060536	31-Jul-1995
WINDSTAR	Mexico	388843	27-Dec-1990
WINDSTAR	Monaco	1352131	02-May-2017
WINDSTAR	Monaco	2R00.21044	02-Mar-1990
WINDSTAR	Morocco	1352131	02-May-2017
WINDSTAR	New Zealand	1352131	02-May-2017
WINDSTAR	New Zealand	195594	24-Aug-1989
WINDSTAR	Norway	153,992	23-Dec-1992
WINDSTAR	Philippines	1352131	02-May-2017
WINDSTAR	Singapore	1352131	02-May-2017
WINDSTAR	Turkey	1352131	02-May-2017
WINDSTAR	United Kingdom	1352131	02-May-2017
WINDSTAR	WIPO	1352131	02-May-2017