

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM678926

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	ENTITY CONVERSION
RESUBMIT DOCUMENT ID:	900646428

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Holiday Systems International of Nevada		07/06/2020	Corporation: NEVADA

RECEIVING PARTY DATA

Name:	Holiday Systems International of Nevada, LLC
Street Address:	7690 West Cheyenne Ave., Suite 200
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89129
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 101

Property Type	Number	Word Mark
Serial Number:	75747009	HSI
Serial Number:	75747005	HOLIDAY SYSTEMS INTERNATIONAL
Serial Number:	75789826	BURN WEEKS
Serial Number:	75790811	BREAKAWAYS
Serial Number:	77258282	BREAKAWAY WEEKS
Serial Number:	77243582	ON HOLIDAY
Serial Number:	77244765	ON HOLIDAY
Serial Number:	77243605	CASH EXCHANGE
Serial Number:	77258325	TASTE OF PARADISE
Serial Number:	77261128	OWNER ADVANTAGE PROGRAM
Serial Number:	77165503	LIFE IS SHORT... LIVE IT!
Serial Number:	77165700	LIFE IS SHORT... LIVE IT!
Serial Number:	77243654	TOUR PACKAGE EXCHANGE
Serial Number:	77243686	AIRFARE EXCHANGE
Serial Number:	77243695	CRUISE EXCHANGE
Serial Number:	77258304	TASTE OF PARADISE
Serial Number:	77311449	MAINTENANCE FEE ABSORBER
Serial Number:	77311436	LOCK-OFF BONUS

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	77278300	AIRFARE CONCIERGE SERVICE
Serial Number:	77280243	HSI
Serial Number:	77280107	HSI
Serial Number:	77280198	HOLIDAY SYSTEMS INTERNATIONAL
Serial Number:	77280153	HOLIDAY SYSTEMS INTERNATIONAL
Serial Number:	77311386	HOLIDAY SYSTEMS INTERNATIONAL
Serial Number:	77311402	HOLIDAY SYSTEMS INTERNATIONAL
Serial Number:	77314787	SCR
Serial Number:	77314797	SCR PROGRAM
Serial Number:	77335691	BREAKAWAYS
Serial Number:	77335696	BREAKAWAYS
Serial Number:	77337176	BURN WEEKS
Serial Number:	77337184	BURN WEEKS
Serial Number:	77337194	HSI BANKING
Serial Number:	77365906	VACATION EXCHANGE DONE RIGHT
Serial Number:	77385763	MEMBER ADVANTAGE PROGRAM
Serial Number:	77438945	SPECIAL EXCHANGES
Serial Number:	77438953	HOTEL EXCHANGE
Serial Number:	77438959	SPORTS TRAVEL EXCHANGE
Serial Number:	77493129	OWNER ADVANTAGE SERVICES
Serial Number:	77493091	OWNER ADVANTAGE SERVICES
Serial Number:	77646106	MEMBER ADVANTAGE PROGRAM
Serial Number:	77646117	OWNER ADVANTAGE PROGRAM
Serial Number:	77682642	THE EVOLUTION OF VACATION OWNERSHIP
Serial Number:	77682651	THE EVOLUTION OF VACATION OWNERSHIP
Serial Number:	77682656	THE EVOLUTION OF VACATION OWNERSHIP
Serial Number:	77701441	QUICK WEEKS
Serial Number:	77701447	ADVANTAGE WEEKS
Serial Number:	77701450	ADVANTAGE SERVICES
Serial Number:	77701452	ADVANTAGE CARD
Serial Number:	85102421	GRAND PARADISE
Serial Number:	85102424	GRAND PARADISE
Serial Number:	85102434	GRAND PARADISE
Serial Number:	85194111	MYVACATIONBANK
Serial Number:	85194118	MYVACATIONBANK
Serial Number:	85194123	MYVACATIONBANK
Serial Number:	85194171	VACATION CASH
Serial Number:	85194177	VACATION CASH

Property Type	Number	Word Mark
Serial Number:	85194184	VACATION CASH
Serial Number:	85204492	FAST WEEKS
Serial Number:	85590568	CASHPOINTS
Serial Number:	85590584	CASHPOINTS
Serial Number:	85590601	CASHPOINTS
Serial Number:	85590615	CASHPOINTS
Serial Number:	85610944	HSC
Serial Number:	85610960	HSC
Serial Number:	85610985	HOTEL SAVINGS CARD
Serial Number:	85613886	GLOBAL TRAVEL BENEFITS
Serial Number:	85613892	GLOBAL TRAVEL BENEFITS
Serial Number:	85613900	GLOBAL TRAVEL BENEFITS
Serial Number:	85613904	GLOBAL TRAVEL BENEFITS
Serial Number:	85811343	TRIP TRACKER
Serial Number:	85811347	TRIP TRACKER
Serial Number:	85811352	TRIP TRACKER
Serial Number:	85811363	HEADS IN BEDS
Serial Number:	85811372	HEADS IN BEDS
Serial Number:	85896113	HSC
Serial Number:	86503897	RESORT ADVANTAGE CARD
Serial Number:	86670586	HOTEL SUPER SEARCH
Serial Number:	86606183	WHERE "WOW" IS AN EVERYDAY WORD
Serial Number:	86606157	WHERE "WOW" IS AN EVERYDAY WORD
Serial Number:	86606131	WHERE "WOW" IS AN EVERYDAY WORD
Serial Number:	86606101	WHERE "WOW" IS AN EVERYDAY WORD
Serial Number:	86600279	IDEAL TRAVEL ACCESS
Serial Number:	86600257	IDEAL TRAVEL ACCESS
Serial Number:	86600232	IDEAL TRAVEL ACCESS
Serial Number:	86940934	HOTEL ADVANTAGE CARD
Serial Number:	87402942	PROFITAGILITY
Serial Number:	87517766	PROFITAGILITY
Serial Number:	87517775	COMMISSION CONTROL
Serial Number:	87882899	TRAVEL YOUR WAY
Serial Number:	87882903	TRAVEL YOUR WAY
Serial Number:	87882913	VACATION YOUR WAY
Serial Number:	87882922	VACATION YOUR WAY
Serial Number:	87935522	HOTELINTERSTATE
Serial Number:	87935531	HOTELINTERSTATE

Property Type	Number	Word Mark
Serial Number:	87947920	PREMIER TRAVEL PASS
Serial Number:	87947932	PREMIER TRAVEL PASS
Serial Number:	88092873	THE SHIELD
Serial Number:	88364180	CORPTRAVEL
Serial Number:	90567795	MY TRAVEL BENEFITS
Serial Number:	90567817	MY TRAVEL BENEFITS
Serial Number:	90567825	MY TRAVEL BENEFITS

CORRESPONDENCE DATA

Fax Number: 7023820212

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.

Phone: (702) 382-0200

Email: mark@borgheselegal.com

Correspondent Name: Mark Borghese

Address Line 1: 10161 Park Run Drive, Suite 150

Address Line 4: Las Vegas, NEVADA 89145

ATTORNEY DOCKET NUMBER:	HSI.0001G
NAME OF SUBMITTER:	Mark Borghese
SIGNATURE:	/MB/
DATE SIGNED:	10/05/2021

Total Attachments: 8

source=HSI_Conversion Doc#page1.tif
source=HSI_Conversion Doc#page2.tif
source=HSI_Conversion Doc#page3.tif
source=HSI_Conversion Doc#page4.tif
source=HSI_Conversion Doc#page5.tif
source=HSI_Conversion Doc#page6.tif
source=HSI_Conversion Doc#page7.tif
source=HSI_Conversion Doc#page8.tif



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5706
 Website: www.nvsos.gov
www.nvsilverflume.gov

Filed in the Office of <i>Barbara K. Cegavske</i>	Business Number C9896-1993
Secretary of State State Of Nevada	Filing Number 20200768347
	Filed On 7/6/2020 3:07:00 PM
	Number of Pages 4

ABOVE SPACE IS FOR OFFICE USE ONLY

Articles of Conversion/Exchange/Merger

NRS 92A.200 and 92A.205

This filing completes the following: Conversion Exchange Merger

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

1. Entity Information: (Constituent, Acquired or Merging)	Entity Name: <input style="width: 90%;" type="text" value="Holiday Systems International of Nevada"/> Jurisdiction: <input style="width: 20%;" type="text" value="Nevada"/> Entity Type*: <input style="width: 60%;" type="text" value="Corporation"/> <i>If more than one entity being acquired or merging please attach additional page.</i>
2. Entity Information: (Resulting, Acquiring or Surviving)	Entity Name: <input style="width: 90%;" type="text" value="Holiday Systems International of Nevada, LLC"/> Jurisdiction: <input style="width: 20%;" type="text" value="Delaware"/> Entity Type*: <input style="width: 60%;" type="text" value="LLC"/>
3. Plan of Conversion, Exchange or Merger: (select one box)	<input type="checkbox"/> The entire plan of conversion, exchange or merger is attached to these articles. <input checked="" type="checkbox"/> The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity. The entire plan of exchange or merger is on file at the registered office of the acquiring corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the acquiring entity (NRS 92A.200). <input type="checkbox"/> The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330. (Conversion only)
4. Approval: (If more than one entity being acquired or merging please attach additional approval page.)	Exchange/Merger: Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity) <input type="checkbox"/> A. Owner's approval was not required from the: <input type="checkbox"/> Acquired/merging <input type="checkbox"/> Acquiring/surviving <input type="checkbox"/> B. The plan was approved by the required consent of the owners of: <input type="checkbox"/> Acquired/merging <input type="checkbox"/> Acquiring/surviving <input type="checkbox"/> C. Approval of plan of exchange/merger for Nevada non-profit corporation (NRS 92A.180): Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation. <input type="checkbox"/> Acquired/merging <input type="checkbox"/> Acquiring/surviving <input style="width: 100%;" type="text"/> Name of acquired/merging entity <input style="width: 100%;" type="text"/> Name of acquiring/surviving entity
5. Effective Date and Time: (Optional)	Date: <input style="width: 20%;" type="text"/> Time: <input style="width: 20%;" type="text"/> (must not be later than 90 days after the certificate is filed)

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust.



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov
 www.nvsilverflume.gov

ABOVE SPACE IS FOR OFFICE USE ONLY

Articles of Conversion/Exchange/Merger

NRS 92A.200 and 92A.205

This filing completes the following: Conversion Exchange Merger

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

4. Approval

Continued:

(If more than one entity being acquired or merging please attach additional approval page.)

Exchange/Merger:

Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity)

- A. Owner's approval was not required from the:
- Acquired/merging
 - Acquiring/surviving

- B. The plan was approved by the required consent of the owners of:
- Acquired/merging
 - Acquiring/surviving

- C. Approval of plan of exchange for Nevada non-profit corporation (NRS 92A.160):

Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

- Acquired/merging
- Acquiring/surviving

Name of acquired/merging entity

Name of acquiring/surviving entity

4. Approval

Continued:

(If more than one entity being acquired or merging please attach additional approval page.)

Exchange/Merger:

Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity)

- A. Owner's approval was not required from the:
- Acquired/merging
 - Acquiring/surviving

- B. The plan was approved by the required consent of the owners of:
- Acquired/merging
 - Acquiring/surviving

- C. Approval of plan of exchange for Nevada non-profit corporation (NRS 92A.160):

Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

- Acquired/merging
- Acquiring/surviving

Name of acquired/merging entity

Name of acquiring/surviving entity

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust.



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov
 www.nvsilverflume.gov

Articles of Conversion/Exchange/Merger

NRS 92A.200 and 91A.205

6. Forwarding Address for Service of Process:
 (Conversion and Mergers only, if resulting/surviving entity is foreign)

Jeremy R. Jarrett, Esq.	USA		
Name	Country		
Care of: <input style="width: 90%;" type="text"/>			
One E. Washington Street, Ste. 1900	Phoenix	AZ	85004
Address	City	State	Zip/Postal Code

7. Amendment, if any, to the articles or certificate of the surviving entity. (NRS 92A.200):
 (Merger only) **

** Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

8. Declaration:
 (Exchange and Merger only)

Exchange:
 The undersigned declares that a plan of exchange has been adopted by each constituent entity (NRS 92A.200).

Merger: (Select one box)

The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).

The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180).

9. Signature Statement: (Required)

Conversion:
 A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

Signatures - must be signed by:

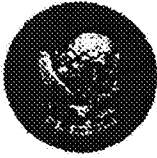
1. if constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).
2. if constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Holiday Systems International of Nevada

Name of constituent entity

Form will be returned if unsigned.
 This form must be accompanied by appropriate fees.

Page 3 of 4
 Revised: 1/1/2018



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov
 www.nvsilverflume.gov

Articles of Conversion/Exchange/Merger

NRS 92A.200 and 91A.205

9. Signature Statement
 Continued: (Required)

Exchange:
 Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or a member if there are no Managers; A trustee of each Nevada business trust (NRS 92A.230)
 Unless otherwise provided in the certificate of trust or governing instrument of a business trust, an exchange must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the exchange.
 The articles of exchange must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

Merger:
 Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or one member if there are no managers; A trustee of each Nevada business trust (NRS 92A.230).
 The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

10. Signature(s):
 (Required)

<div style="border: 1px solid black; height: 20px; margin-bottom: 5px;"></div> Name of acquired/merging entity		
X _____ Signature (Exchange/Merger)	<div style="border: 1px solid black; height: 20px; width: 80%;"></div> Title	<div style="border: 1px solid black; height: 20px; width: 80%;"></div> Date
<i>If more than one entity being acquired or merging please attach additional page of information and signatures.</i>		
<div style="border: 1px solid black; height: 20px; margin-bottom: 5px;"></div> Name of acquiring/surviving entity		
X _____ Signature (Exchange/Merger)	<div style="border: 1px solid black; height: 20px; width: 80%;"></div> Title	<div style="border: 1px solid black; height: 20px; width: 80%;"></div> Date
Signature of the Officer of Entity (Conversion)	<div style="border: 1px solid black; padding: 2px;">President</div> Title	<div style="border: 1px solid black; padding: 2px;">7-6-2020</div> Date

Please include any required or optional information in space below:
 (attach additional page(s) if necessary)

Form will be returned if unsigned.
 This form must be accompanied by appropriate fees.

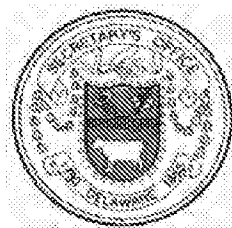
Page 4 of 4
 Revised: 1/1/2019

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A NEVADA CORPORATION UNDER THE NAME OF "HOLIDAY SYSTEMS INTERNATIONAL OF NEVADA" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "HOLIDAY SYSTEMS INTERNATIONAL OF NEVADA" TO "HOLIDAY SYSTEMS INTERNATIONAL OF NEVADA, LLC", FILED IN THIS OFFICE ON THE SIXTH DAY OF JULY, A.D. 2020, AT 5:30 O`CLOCK P.M.



A handwritten signature in black ink, appearing to read "J. Bullock", written over a horizontal line.

3191918 8100F
SR# 20206082093

Authentication: 203237937
Date: 07-07-20

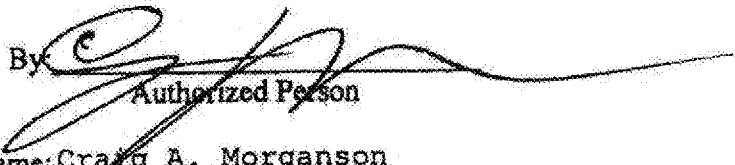
You may verify this certificate online at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 007440 FRAME: 0291

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is Nevada.
- 2.) The jurisdiction immediately prior to filing this Certificate is Nevada.
- 3.) The date the corporation first formed is August 12, 1993.
- 4.) The name of the Corporation immediately prior to filing this Certificate is Holiday Systems International of Nevada.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Holiday Systems International of Nevada, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the
6th day of July, A.D. 2020.

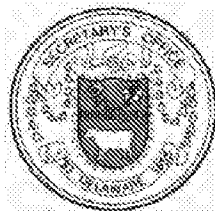
By 
Authorized Person
Name: Craig A. Morganson
Print or Type

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "HOLIDAY SYSTEMS INTERNATIONAL OF NEVADA, LLC" FILED IN THIS OFFICE ON THE SIXTH DAY OF JULY, A.D. 2020, AT 5:30 O`CLOCK P.M.



A handwritten signature in black ink, appearing to read "J. Bullock", written over a horizontal line.

3191918 8100F
SR# 20206082093

Authentication: 203237937
Date: 07-07-20

You may verify this certificate online at corp.delaware.gov/authver.shtml


TRADEMARK
REEL: 007440 FRAME: 0293

STATE OF DELAWARE
CERTIFICATE OF FORMATION
OF LIMITED LIABILITY COMPANY

The undersigned authorized person, desiring to form a limited liability company pursuant to the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is Holiday Systems International
of Nevada, LLC

2. The Registered Office of the limited liability company in the State of Delaware is located at 1675 S. State Street, Suite B (street),
in the City of Dover, Zip Code 19901. The
name of the Registered Agent at such address upon whom process against this limited
liability company may be served is Capitol Services, Inc.

By: 
Authorized Person

Name: Craig A. Morganson
Print or Type