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Form PTO-1504 [O D]		S. DEPARTMENT OF COMMERCE atent and Trademark Office
To the Honorable U.S. Patent & TMOfc/TM Mail Rcpt Dt. #54	100834210	locuments or copy hereof.
Name of conveying party(ies): .	2. Name and address of	f receiving party(ies):
Princess Hotels International, Inc.	Name: <u>CP Hotels (U.S</u> Address:	.) 1998 Inc.
Individual(s) Association General Partnership Limited Partnership _x Corporation-StateDelaware Other		Avenue, Suite 1400 o, Canada M5J 2PI
Additional name(s) of conveying party(ies)	Association General Partnership	
attached Yes _x No  3. Nature of conveyance:	Limited Partnership _ _x Corporation-State Other	Delaware
<u>x</u> Assignment Merger Security Agreement Change of Name Other		led in the United States, a designation is attached:
Execution Date: August 5, 1998		separate document from dresses attached?
4. Application number(s) or registration number(s) A. Trademark Application No.(s) 75/057,808  Additional Numbers atta	B. Trademark Registrat 1,135,335 and othe	
Name and address of party to whom correspondence concerning document should be mailed:	6. Total number of app and registration invo	
Name: Lawrence E. Apolzon	7. Total fee (37 CFR 3	3.41) \$490.00
Internal Address: Fross Zelnick Lehrman & Zissu, P.C.	X Enclosed	
Street Address: 633 Third Ave.	X Authorized to be chaccount (Only if total fee is a	
City: New York State: NY Zip: 10017	8. Deposit account num	
	23-0825-0576900	
09/18/1998 DHGUYEN 00000041 1135335	(Attach duplicate copy of this page	e if paying by deposit account)
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9. Statement and signature.	THO SI NOL	
To the best of my knowledge and belief, the foregoing in a true copy of the original document.	nformation is true and correct a	and any attached copy is
Lawrence E. Apolzon  Name of Person Signing	Signature	\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\
Total number of pages compris	ing cover sheet:	
OMB No. 0651-0011 (exp. 4/94)	FZLZ File No.: CPHU USA	TT-98/08077
- Company (See Free Company)		EMARK

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10/10/05		88/01/60	1359720	39, 41, 42	Princess Casino Vacations 39, 41, 42	United States
10/12/01	1 1 1 1	10/13/81	1173718	42	A Princess Hotel	United States
D6/07/04	1 1 1 1	06/07/94	1838687	18, 25	Princess Hotels	United States
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09/24/05	; ; ; ;	09/24/85	1362398	36	Princess	United States
08/20/05		08/20/85	1355835	39,42	Picture Yourself In The World of A Princess	United States
06/21/04	1 1 1 1 1	06/21/94	1840553	18,25	P Logo	United States
07/05/02	07/05/92	07/25/72	939148	101	P Logo with Crown Design	United States
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<u>Trademark</u> <u>Class</u> <u>Reg. No.</u> Issue <u>Date</u>	08/09/03	; ; ;	08/09/83	1247959	42	Princess Vacation Club International	United States
	Renewal <u>Date</u>	Reissue <u>Date</u>	Original Issue <u>Date</u>	Reg. No.	Class	<u>Trademark</u>	Country

United States	Country	
Princess Casino	<u>Trademark</u>	
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i i	Original Issue <u>Date</u>	
	Reissue <u>Date</u>	
	Renewai <u>Date</u>	

## TRADEMARK ASSIGNMENT

WHEREAS, Princess Hotels International, Inc., a corporation organized and existing under and by virtue of the laws of the State of Delaware and having a principal place of business at 900 Third Avenue, New York, New York ("ASSIGNOR"), owns the entire right, title and interest in, to and under the trademarks and trademark applications set forth in the attached Schedule A (the "Properties"); and

WHEREAS, CP Hotels (U.S.) 1998 Inc., a corporation organized and existing under and by virtue of the laws of the State of Delaware and having a principal place of business at One University Avenue, Suite 1400, Toronto, Ontario, Canada M5J 2PI ("ASSIGNEE"), is desirous of acquiring the entire right, title and interest in, to and under the Properties.

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the ASSIGNOR has sold, assigned, transferred and set over, and by these presents does hereby sell, assign, transfer and set over, unto the ASSIGNEE, its successors, legal representatives and assigns, the entire right, title and interest in, to and under the Properties, together with the goodwill of the business symbolized by the Properties, and the registration thereof, and further including: all income, royalties, and damages now and hereafter due and/or payable to ASSIGNOR, including without limitation, damages and payments for past or future infringements and misappropriations thereof, all rights to sue for past, present and future infringements or misappropriations thereof, and all rights corresponding to any of the above throughout the world;

AND THE ASSIGNOR HEREBY authorizes and requests the Commissioner of the United States Patent and Trademark Office, and any Official of any country or countries foreign to the United States, whose duty is to issue trademark registrations or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND THE ASSIGNOR HEREBY covenants and agrees that the ASSIGNOR will communicate to the ASSIGNEE, its successors, legal representatives and assigns, any facts known to the ASSIGNOR respecting the Properties, sign all lawful papers, make all rightful oaths, and generally do everything reasonably possible to aid the ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper protection for the Properties.

newyork 297685 v2 [Trademark assignment bn PHII and CPUS]

IN TESTIMONY WHEREOF, ASSIGNOR has caused this Assignment to be duly executed by its duly authorized officer on the date set forth below.

Princess Hotels International, Inc.

By: \_\_

Its: PRESIDENT

Date: STH. august 1998

CITY OF HAMILTON )
)ss:
COUNTRY OF BERMUDA )

On this 5<sup>th</sup> day of August, 1998, before me personally appeared John Price, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

Signature of Notary Public

F. CHESLEY WHITE NOTARY PUBLIC 41 CEDAR AVENUE HAMILTON BERMUDA

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RECORDED: 09/02/1998