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RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
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Reel # Frame #

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

04/19/2000 TDM11 00000296 75395537

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK

REEL: 002055 FRAME: 0487

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

(212) 715-9100

Name

Beth H. Alter, Esq.

Address (line 1)

Kramer Levin Naftalis & Frankel LLP

Address (line 2)

919 Third Avenue

Address (line 3)

New York, New York 10022-3852

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

4

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75395537		

Number of Properties

Enter the total number of properties involved.

#

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

50-0540

Authorization to charge additional fees:

Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Beth H. Alter

Name of Person Signing

Beth H. Alter

Signature

3/7/00

Date Signed

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT, effective the 30th day of June, 1999, is by and between STARWOOD HOTELS & RESORTS, a Maryland real estate investment trust and successor of Westin Hotel Company by merger ("Assignor") having its principal place of business at 777 Westchester Avenue, White Plains, New York 10604, U.S.A. and WESTIN LICENSE COMPANY, a Delaware corporation ("Assignee") having its principal place of business at 777 Westchester Avenue, White Plains, New York 10604, U.S.A.

WHEREAS, Assignor has adopted, used and is the owner of the right, title and interest in and to the trademarks, service marks, trade names, and trademark and service mark registrations and pending applications, as shown on Schedule A attached hereto (hereinafter referred to as the "Trademark Rights"); and

WHEREAS, Assignee desires to acquire said Trademark Rights together with all of the goodwill of the business in connection with which the Trademark Rights have been used;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby, absolutely and unconditionally, grant, assign, transfer, convey and set over unto Assignee, all of Assignor's right, title and interest in and to the Trademark Rights, and all applications and all registrations therefor, and all usages of the trademarks and service marks that have not been applied for, if any, together with the goodwill of the business in connection with which the Trademark Rights have been used.

IN WITNESS WHEREOF, Assignor has caused this assignment to be executed

by its duly authorized officer effective as of the day and year first written above.

STARWOOD HOTELS & RESORTS
(Assignor)

Place: Westchester County, NY

Date: June 28, 1999

By: 

Name: Jonathan H. Yellen

Title: Assistant Secretary

Jonathan H. Yellen
Assistant Secretary

SCHEDULE A

<u>Mark</u>	(Serial No.) <u>Reg. No.</u>	(Filing Date) <u>Reg. Date</u>
TRIPLE MILEATHON	(75/395,537)	(11/24/97)

CERTIFICATE OF MAILING


In re Recordation of Assignment Between Starwood Hotels and Resorts and Westin License Company

Application No. 75/395,537

Mark: TRIPLE MILEATHON

Date of Deposit: March 7, 2000

I hereby certify that the attached Recordation of Assignment is being deposited with the United States Postal Service as first class mail, postage prepaid, on March 7, 2000 and is addressed to: Commissioner of Patents and Trademarks; BOX ASSIGNMENTS, Washington, D.C. 20231.


Beth H. Alter

Dated: March 7, 2000