

04-19-2001

EET

Docket No.:



Y

LAF475/5-1

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Wyndham Travel Holding, Inc.

4.401

- Individual(s)
- General Partnership
- Corporation-State Texas
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: March 30, 2001

2. Name and address of receiving party(ies):

Name: Wyndham Jade Acquisition, L.L.C.

Internal Address:

Street Address: 1445 Ross at Field, 20th Floor

City: Dallas State: TX ZIP: 75202

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Delaware Limited Liability Company



04-04-2001

U.S. Patent & TMO/TM Mail Rcpt Dt. #01

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,469,422	1,646,213	1,856,413
<u>1,901,004</u>	2,072,325	1,859,279
2,050,007	2,175,845	2,199,404

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Barry Bumgardner

Internal Address: VINSON & ELKINS L.L.P.

Street Address: 2001 Ross Ave., Suite 3700

City: Dallas State: TX ZIP: 75201

6. Total number of applications and registrations involved:.....

9

7. Total fee (37 CFR 3.41):.....\$ \$240.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

22-0365

DO NOT USE THIS SPACE

9. 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.

Barry Bumgardner

Name of Person Signing

Signature

April 2, 2001

Date

Total number of pages including cover sheet, attachments, and document:

4

TRADEMARK

REEL: 002274 FRAME: 0925

4/19/2001 10:41:13 AM
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TRADEMARK ASSIGNMENT

WHEREAS, WYNDHAM TRAVEL HOLDING, INC., a Texas corporation, having an address of 6400 International Parkway, Suite 2500, Plano, Texas 75093 (hereafter "Assignor") is the owner of all right, title and interest in and to the marks set forth on Exhibit A attached hereto (hereafter the "Marks"); and

WHEREAS, WYNDHAM JADE ACQUISITION, L.L.C., a Delaware limited liability company, having an address of 1445 Ross at Field, 20th Floor, Dallas, Texas 75202 (hereafter "Assignee") desires to acquire all right, title and interest in and to the Marks and in and to the applications therefor, as a successor to the business of Assignor, or portion thereof, to which the Marks pertain and which business is ongoing and existing.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby grant, assign and set over to Assignee, its successors, assigns and legal representatives, the entire right, title and interest in and to the Marks and the applications therefor, together with the goodwill of the business symbolized by the Marks throughout the world;

Assignor also assigns unto Assignee all claims for damages by reason of infringement prior to the assignment date of the Marks throughout the world, with the right to sue for and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns and other legal representatives.

IN WITNESS WHEREOF, Assignor and its duly authorized representative has caused this Trademark Assignment to be executed on the date and in the capacity shown below.

WYNDHAM TRAVEL HOLDING, INC.

[Signature]
Printed Name: Lucy Billingsley
Its: Chief Executive Officer

Date: March 30, 2001

STATE OF Texas

COUNTY OF Dallas

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§
§

On this 30th day of March, 2001, personally appeared before me Lucy Billingsley, to me known and known to me to be the Chief Executive Officer of WYNDHAM TRAVEL HOLDING, INC., the Assignor above named, and acknowledged that he/she executed the foregoing assignment on behalf of said Assignor and pursuant to authority duly received.

[Signature]
Notary Public in and for
the State of Texas

Printed Notary Name

My Commission Expires: _____

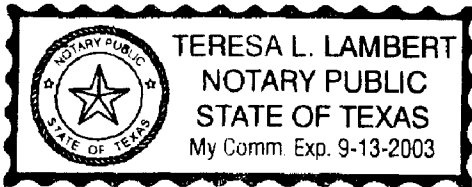


EXHIBIT A

U.S. Trademark Registrations

Reg. No.	Reg. Date	Mark
1,469,422	12/15/87	DMC SERVICES
1,646,213	05/28/91	MARKETING EQUITIES INTERNATIONAL
1,856,413	09/27/94	SHARE THE AIR
1,859,279	10/18/94	WYNDHAM INCENTIVE MARKETING
1,901,004	06/20/95	THE WYNDHAM IMAGINATION PROJECT
2,050,007	04/01/97	WYNDHAM TRAVEL PARTNERS
2,072,325	06/17/97	LEADERS! L AND DESIGN
2,175,845	07/21/98	THE ULTIMATE FIELD TRIP
2,199,404	10/27/98	WYNDHAM ON-LINE