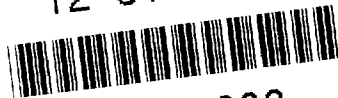


12-31-2001



101928008

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARKRECORDATION 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 #
- ☐ Corrective Document
Reel # Frame #

Conveyance Type

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

Conveying Party

☐ Mark if additional names of conveying parties attached

Name Bass Hotels & Resorts, Inc.

Execution Date
Month Day Year
07-27-2001Formerly
☐ Individual ☐ General Partnership ☐ Limited Partnership ☒ Corporation ☐ Association
☐ Other ☒ Citizenship/State of Incorporation/Organization Delaware

Receiving Party

☐ Mark if additional names of receiving parties attached

Name Six Continents Hotels, Inc.

DBA/AKA/TA Composed of

Address (line 1) Three Ravinia Drive

Address (line 2)

Address (line 3) Atlanta

City

Georgia

State/Country

30346-2149

Zip Code

☐ Individual ☐ General Partnership ☐ Limited Partnership

☒ Corporation ☐ Association
☐ Other ☒ Citizenship/State of Incorporation/Organization Delaware

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.)

12/31/2001 LMUELLER 00000008 75633821

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 1825.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0451-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0451-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 002407 FRAME: 0927

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 212-682-9640

Name Albert Robin

Address (line 1) Robin, Blecker & Daley

Address (line 2) 330 Madison Avenue

Address (line 3) New York

Address (line 4) New York 10017

Pages

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

6

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)

| | | |
|--------------|--|--|
| See attached | | |
| | | |
| | | |

| | | |
|--------------|--|--|
| See attached | | |
| | | |
| | | |

Number of Properties

Enter the total number of properties involved.

74

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 1,865.00

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:

#

Authorization to charge additional fees:

Yes ☐

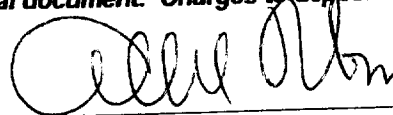
No ☐

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.

Albert Robin

Name of Person Signing



Signature

October 22, 2001

Date Signed

PENDING APPLICATIONS

| SERIAL NO. | MARK |
|------------|---------------------------|
| 75633821 | PASSPORT |
| 75698212 | FITNESS SUITES |
| 75698213 | BUSINESS SUITES |
| 75698214 | CINEMASUITES |
| 75698215 | CLASSIC 2 BEDROOM SUITES |
| 75698216 | RESIDENTIAL SUITES |
| 75698218 | HOLIDAY INN FAMILY SUITES |
| 76058498 | ROOM FOR HOPE |
| 76150350 | HOTEL PILOT |
| 76168583 | ONE TO ONE |
| 76172178 | HOLIDEALS |
| 78060835 | 1-800 MEETING |

SCHEDULE OF TRADEMARKS

REGISTERED TRADEMARKS

| REG. NO. | MARK |
|-----------------|---|
| 592539 | HOLIDAY INN |
| 592541 | HOLIDAY INN (& GREAT SIGN) |
| 708521 | HOLIDAY INN OF AMERICA (GREAT SIGN) |
| 812308 | HOLIDEX |
| 864359 | HOLIDAY INN |
| 872751 | THE WORLD'S INNKEEPER |
| 876721 | GENERAL DATA |
| 929814 | HOLIDAYS AROUND THE WORLD |
| 946989 | THE MOST ACCOMMODATING PEOPLE IN THE WORLD |
| 1059639 | HOLIDAY INN, THE WORLD'S INNKEEPER |
| 1064668 | HOLIDOME |
| 1182496 | HOLIDOME INDOOR RECREATION CENTER |
| 1192666 | HOLIDEX II |
| 1196516 | INNKARE |
| 1243330 | HOLIDAY INN & STAR DEVICE |
| 1243332 | STAR DEVICE |
| 1261925 | HOLIDAY INN PREFERRED CORPORATE TRAVELER |

| | |
|---------|--------------------------------|
| 1270423 | STAR DEVICE |
| 1275560 | HOLIDAY INN & STAR DEVICE |
| 1281008 | HOLIDAY INN (SIGN) |
| 1281951 | HOLIDAY INN CROWNE PLAZA |
| 1288408 | THE NEXT DOOR DEAL |
| 1297211 | CROWNE PLAZA |
| 1301022 | HOLIDAY INN CROWNE PLAZA |
| 1303239 | CROWNE PLAZA FLAG DEVICE |
| 1311607 | RAISING SERVICE TO AN ART |
| 1315089 | KING LEISURE |
| 1315216 | PRIORITY CLUB (WORDS) |
| 1363788 | FIRST CONCERN |
| 1555275 | HOLIDAY INN CROWNE PLAZA |
| 1628750 | STAY WITH SOMEONE YOU KNOW |
| 1651851 | HOLIDAY INN EXPRESS |
| 1667077 | SHOOTING STAR DEVICE |
| 1705602 | PRIORITY CLUB |
| 1714036 | HOLIDAY INN CONFERENCE NETWORK |
| 1788986 | EXECUTIVE EDITION |
| 1804994 | SUNSPREE |
| 1806858 | HOLIDAY INN SUNSPREE RESORT |
| 1806861 | SUNSPREE DEVICE |

| | |
|---------|----------------------------|
| 2031252 | INN KEEPING WITH THE TIMES |
| 2031923 | CONSERVING FOR TOMORROW |
| 2034107 | HOLIDAY INN SELECT |
| 2093816 | KIDSUITES |
| 2119448 | E-SPACE |
| 2139286 | LINEBUSTERS |
| 2144734 | BEST-4-BREAKFAST |
| 2157388 | CONVENIENCE CAFÉ |
| 2176715 | CAFÉ CONNECTION |
| 2193624 | E-SPACE |
| 2207318 | HOLIDAY INN EXPRESS |
| 2211220 | STAY SMART |
| 2244113 | CONVENIENCE COURT |
| 2257830 | STAYBRIDGE SUITES |
| 2263783 | MAKE IT YOUR PLACE |
| 2281153 | CONSERVING FOR TOMORROW |
| 2304373 | STAYBRIDGE SUITES |
| 2308889 | BHR CAPITAL |
| 2329074 | ON THE GO! |
| 2329872 | CROWNE PLAZA |
| 2361552 | CROWNE PLAZA HOTPHONE |
| 2370049 | HOLIDAY INN SELECT |
| 2445064 | SWEET HEART SUITES |

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BASS HOTELS & RESORTS, INC.", CHANGING ITS NAME FROM "BASS HOTELS & RESORTS, INC." TO "SIX CONTINENTS HOTELS, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JULY, A.D. 2001, AT 9:31 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1269101

DATE: 07-30-01

2713097 8100

010368241

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:31 AM 07/30/2001
010368241 - 2713097

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
BASS HOTELS & RESORTS, INC.**

Bass Hotels & Resorts, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

FIRST: The Board of Directors of the Corporation, by the unanimous written consent of its members filed with the minute records of the Corporation, adopted the following resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation:

"RESOLVED, that the Board of Directors deems it advisable, and the Board hereby recommends, that the Certificate of Incorporation of the Company be amended by striking Article FIRST in its entirety and replacing as follows:

FIRST: The name of the Corporation is Six Continents Hotels, Inc."

SECOND: In lieu of a meeting and vote of the sole shareholder, the sole shareholder has given written consent to said amendment in accordance with the provisions of Section 228 of the Delaware General Corporation Law; and

THIRD: The aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, Bass Hotels & Resorts, Inc. has caused this Certificate to be signed and attested by its duly authorized officers this 27th day of July, 2001.

BASS HOTELS & RESORTS, INC.

BY: Robert D. Hill
Robert D. Hill, Executive Vice President

ATTEST:

[Signature]
Assistant Secretary

404 888 7795 P. 03/05

CT-ATLANTA, TEXAS

JUL-30-2001 09:31