

12-10-2001



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

RE 101911481 TRADEMARK

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): Hilton Hospitality, Inc. a Nevada Corporation 12-10-01
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Red Lion Hotels, Inc. Internal Address:
Street Address: 9336 Civic Center Drive
City: Beverly Hills State: CA Zip: 90210
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Delaware
Other
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

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: 6 Dec 2001

4. Application number(s) or registration number(s):
A. Trademark Application No. (s) 76216791, 76216792
76216790, 76223464, 76255726
B. Trademark Registration No. (s) 1095529, 1131985
2478145, 1915646, 1485662, 1915645
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Jennifer Watson
Internal Address: Hilton Hotels Corporation
Street Address: 755 Crossover Lane
City: Memphis State: TN Zip: 38117

6. Total number of applications and registrations involved:
7. Total fee (37 CFR 3.41) \$ 290.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 501043

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9. Signature.
Barbara L. Arnold Signature
10 Dec 2001 Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

ASSIGNMENT

WHEREAS, HILTON HOSPITALITY, INC., a corporation duly organized and existing under the laws of the state of Nevada, currently having a principal place of business at 9336 Civic Center Drive, Beverly Hills, California 90210, is the owner of the Trademark Registrations and Applications for Registration in the United States of America as set out below;

<i>Mark</i>	<i>Class</i>	<i>Registration Date</i>	<i>Registration Number</i>	<i>Application Date</i>	<i>Application Number</i>
Red Lion (Design)	42	07/04/1978	1095529		
Red Lion Head (Design)	42	03/11/1980	1131985		
Red Lion Club (Block)	42	08/14/2001	2478145		
Red Lion Hotel (Block)	42	08/29/1995	1915645		
Red Lion Hotels And Inns (Block)	42	08/29/1995	1915646		
Red Lion Inn (Block)	42	04/19/1988	1485662		
Red Lion Hotels And Inns (Design)	42			02/28/2001	76216791
Red Lion Inn & Suites (Block)	42			02/28/2001	76216792
Red Lion Inn & Suites (Design)	42			02/28/2001	76216790
Roaring Start (Block)	42			03/13/2001	76223464
Royal Rewards (Block)	42			05/14/2001	76255726

AND WHEREAS, RED LION HOTELS, INC., a corporation duly organized and existing under the laws of the state of Delaware, currently having a principal place of business at 9336 Civic Center Drive, Beverly Hills, California 90210, and formerly located at 755 Crossover Lane, Memphis, Tennessee 38117, and formerly located at 4001 Main Street, P.O. 1027, Vancouver, Washington 98663, has acquired the said Trademark Registrations and Applications for Registration together with the whole of the goodwill of the business in the United States of America in which the trademarks, the subject of the said Registrations and Applications for Registration have been used and

registered or applied to be registered for;

NOW THEREFORE this instrument witnesses that for and in consideration of the sum of one dollar (U.S. \$1.00) and other good and valuable consideration to it paid, the receipt of which is hereby acknowledged, Assignor hereby confirms that it has sold, assigned and transferred and by these presents it does sell, assign and transfer to Assignee and its successors and assigns the whole right, title and interest in and to the said Trademarks and the aforesaid Registrations and Applications for Registration together with the whole of the goodwill of the business in the United States of America in which the said Trademarks have been used and registered or applied to be registered for to be held and enjoyed by Assignee and fully as the same would have been held and enjoyed by Assignor had this assignment not been made.

IN WITNESS WHEREOF, this assignment has been duly executed this 6th day of December 2001.

Assignor:

Assignee:

HILTON HOSPITALITY, INC.

RED LION HOTELS, INC.

By: Barbara Arnold
Barbara Arnold

By: Karen D. Riedel
Karen D. Riedel

Its: Assistant Vice President

Its: Assistant Vice President
And Assistant Treasurer

