

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

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

1. Name of conveying party(ies):
DOUBLETREE DTWC CORPORATION, a Delaw

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: Hilton Hospitality, Inc.
Internal Address: _____
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: 12/31/2001

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____

 Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2435969

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Barbara Arnold
 Internal Address: Hilton Hotels Corporation

 Street Address: 755 Crossover Lane

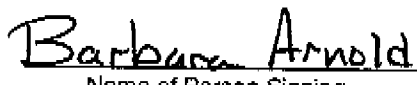
 City: Memphis State: TN Zip: 38117


6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 40
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 501043

DO NOT USE THIS SPACE

9. Signature.

 Name of Person Signing


 Signature

8-12-02
 Date

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

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

ASSIGNMENT OF TRADEMARK

WHEREAS, DOUBLETREE DTWC CORPORATION, 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, is the owner of a certain trademark and has acquired goodwill associated with and symbolized by said mark; and

WHEREAS, DOUBLETREE DTWC CORPORATION is the owner of a registration relating to said mark in the United States Patent and Trademark Office, whose registration number and registration date are set out below:

<i>Description of Mark</i>	<i>Registration Number</i>	<i>Registration Date</i>
MADRONE (word)	2435969	03-13-2001

WHEREAS, HILTON HOSPITALITY, INC., a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having a principal place of business at 9336 Civic Center Drive, Beverly Hills, California 90210, is desirous of acquiring all of the right, title and interest in and to said mark and the registration thereof as of December 31, 2001;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, DOUBLETREE DTWC CORPORATION, does hereby transfer and assign to HILTON HOSPITALITY, INC., a Nevada corporation, all of its right, title and interest in and to the said mark, together with the goodwill of the

business symbolized by the mark, and all causes of action for the infringement of such mark, and the registration hereinabove listed.

Assignor:


DOUBLETREE DTWC CORPORATION.

By: 
Karen D. Riedel

Title: Asst. Vice President & Asst. Treasurer

Assignee:

HILTON HOSPITALITY, INC.

By: 
Barbara L. Arnold

Title: Assistant Vice President

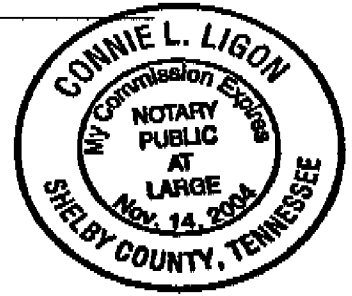
STATE OF TENNESSEE)
) ss:
COUNTY OF SHELBY)

Personally appeared before me the above-named Karen D. Riedel known or proved to me to be the same person who executed the foregoing instrument and to be the Assistant Vice President and Assistant Treasurer of DOUBLETREE DTWC CORPORATION and acknowledged to me that she executed the same as her free act and deed and the free act and deed of said corporation.

Subscribed and sworn to before me this August 8, 2002.

[Signature]
Notary Public

My Commission Expires: 11-14-04



STATE OF TENNESSEE)
) ss:
COUNTY OF SHELBY)

Personally appeared before me the above-named Barbara L. Arnold, known or proved to me to be the same person who executed the foregoing instrument and to be a Assistant Vice President of HILTON HOSPITALITY, INC. and acknowledged to me that she executed the same as her free act and deed and the free act and deed of said corporation.

Subscribed and sworn to before me this August 8, 2002.

[Signature]
Notary Public

My Commission Expires: 11-14-04

