

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM306825

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and release of Amended and Restated First Lien Trademark Security Agreement (Releases RF 4991/0697 and 4503/0545)
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of Montreal		05/06/2014	Chartered Bank: CANADA

RECEIVING PARTY DATA

Name:	TravelCLICK Inc.
Street Address:	7 Times Square
City:	New York
State/Country:	NEW YORK
Postal Code:	10036
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	4293108	AGENCY360
Registration Number:	3232685	BLUE SQUARE STUDIOS
Registration Number:	3390913	CHANNELDIRECT
Registration Number:	3203111	HOSPITALITY TOOLKIT
Registration Number:	3274595	HOTELLIGENCE
Registration Number:	4019984	HOTELLIGENCE360
Registration Number:	4020985	IHOTELIER
Registration Number:	3293184	ISTAY
Registration Number:	3274597	ONESCREEN
Registration Number:	4183830	RATE360
Registration Number:	3293235	RATEADVISOR
Registration Number:	3329812	RATEVIEW
Registration Number:	4010070	STAYHIP
Registration Number:	3232688	STUDIOS
Registration Number:	2365798	TRAVELCLICK
Registration Number:	3983847	TRAVELCLICK
Registration Number:	4218849	TRAVELCLICK
Registration Number:	3648148	TRAVELCLICK ITRAK

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	85565065	DEMAND360
Serial Number:	85200954	GUESTVIEW360

CORRESPONDENCE DATA

Fax Number: 7147558290

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 714-540-1235

Email: ipdocket@lw.com

Correspondent Name: Latham & Watkins LLP

Address Line 1: 650 Town Center Drive, Suite 2000

Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	038265-0325
NAME OF SUBMITTER:	Anna T Kwan
SIGNATURE:	/atk/
DATE SIGNED:	06/05/2014

Total Attachments: 6

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**TERMINATION AND RELEASE OF AMENDED AND RESTATED FIRST LIEN
TRADEMARK SECURITY AGREEMENT**

THIS TERMINATION AND RELEASE OF AMENDED AND RESTATED FIRST LIEN TRADEMARK SECURITY AGREEMENT (this "Termination"), is dated as of May 6, 2014, and made by Bank of Montreal, in its capacity as First Lien Collateral Agent ("Agent") in favor of TravelCLICK Inc., a Delaware corporation ("Pledgor").

WHEREAS, reference is made to (i) that certain Amended and Restated First Lien Credit Agreement, dated as of March 26, 2013 (the "Credit Agreement"), among TravelCLICK, Inc., the guarantors party thereto, the financial institutions listed on the signature pages thereof as Lenders, and (ii) the other Loan Documents (as defined in the Credit Agreement) and all guaranties, security agreements, mortgages, subordination agreements, intercreditor agreements, pledge agreements, blocked account agreements, notes and other documents and instruments relating thereto (together with the Credit Agreement, collectively, the "Credit Documents");

WHEREAS, pursuant to that certain Amended and Restated First Lien Trademark Security Agreement dated as of March 26, 2013, made by Pledgor in favor of Agent (the "Security Agreement"), which amended and restated that certain Trademark Security Agreement dated as of March 16, 2011 by the Pledgor in favor of the Agent (the "Original Security Agreement"), Pledgor pledged and granted to Agent for the ratable benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under the Trademark Collateral (as defined therein), which included the Trademarks (as hereinafter defined);

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on March 27, 2013, at Reel 4991 and Frame 0697 and the Original Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on March 23, 2011, at Reel 4503 and Frame 0545;

WHEREAS, Pledgor has paid all its outstanding Obligations to Agent under the Credit Documents; and

WHEREAS, Agent now desires to terminate and release the Security Agreement;

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured pursuant to the Security Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination, Agent hereby states as follows:

1. Definitions. The term "Trademarks", as used herein, shall mean all of the Pledgor's right, title and interest of every kind and nature as of the date hereof in the Trademarks listed on Schedule A hereto.
2. Release of Security Interest. Agent hereby terminates the Security Agreement and terminates, releases and discharges its lien on and security interest in the Trademark Collateral.
3. Representations and Warranties. Agent represents and warrants that: (i) it has the full power and authority to execute this Termination; and (ii) it has not assigned, transferred, restricted or otherwise encumbered its rights under the Security Agreement.


4. Further Assurances. Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release contemplated hereby.

5. Governing Law. This Termination and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

[Remainder of page intentionally blank; signature page follows]

IN WITNESS WHEREOF, the Agent has caused this Termination to be executed by its duly authorized officer as of the date first written above.

BANK OF MONTREAL, as First Lien Collateral Agent

By: 
Name: Paul Pai
Title: Director

[Signature Page to Termination and Release of Amended and Restated First Lien
Trademark Security Agreement]

TRADEMARK
REEL: 005297 FRAME: 0432

Schedule A
REGISTERED TRADEMARKS
AND TRADEMARK APPLICATIONS

FEDERAL TRADEMARK REGISTRATIONS

Trademark Registrations:

OWNER	REGISTRATION NUMBER	COUNTRY	TITLE
TravelCLICK, Inc.	1137905	International Bureau (WIPO)	DEMAND360
TravelCLICK, Inc.	1137905	Australia	DEMAND360
TravelCLICK, Inc.	1137905	Switzerland	DEMAND360
TravelCLICK, Inc.	1137905	China	DEMAND360
TravelCLICK, Inc.	1137905	European Union	DEMAND360
TravelCLICK, Inc.	1137905	Japan	DEMAND360
TravelCLICK, Inc.	1137905	Republic of Korea	DEMAND360
TravelCLICK, Inc.	1137905	Singapore	DEMAND360
TravelCLICK, Inc.	1046320	International Bureau (WIPO)	HOTELLIGENCE360
TravelCLICK, Inc.	1046320	Australia	HOTELLIGENCE360
TravelCLICK, Inc.	1046320	Switzerland	HOTELLIGENCE360
TravelCLICK, Inc.	1046320	China	HOTELLIGENCE360
TravelCLICK, Inc.	1046320	European Union	HOTELLIGENCE360
TravelCLICK, Inc.	1046320	Israel	HOTELLIGENCE360
TravelCLICK, Inc.	1046320	Japan	HOTELLIGENCE360
TravelCLICK, Inc.	1046320	Republic of Korea	HOTELLIGENCE360
TravelCLICK, Inc.	1046320	Russian Federation	HOTELLIGENCE360
TravelCLICK, Inc.	1046320	Singapore	HOTELLIGENCE360
TravelCLICK, Inc.	1063423	International Bureau (WIPO)	TRAVELCLICK
TravelCLICK, Inc.	1063423	Australia	TRAVELCLICK
TravelCLICK, Inc.	1063423	Switzerland	TRAVELCLICK
TravelCLICK, Inc.	1063423	China	TRAVELCLICK
TravelCLICK, Inc.	1063423	European Union	TRAVELCLICK
TravelCLICK, Inc.	1063423	Israel	TRAVELCLICK
TravelCLICK, Inc.	1063423	Japan	TRAVELCLICK
TravelCLICK, Inc.	1063423	Republic of Korea	TRAVELCLICK
TravelCLICK, Inc.	1063423	Russian Federation	TRAVELCLICK

TravelCLICK, Inc.	1063423	Singapore	TRAVELCLICK
TravelCLICK, Inc.	2552609	Argentina	TRAVELCLICK
TravelCLICK, Inc.	2514170	Argentina	TRAVELCLICK
TravelCLICK, Inc.	2552610	Argentina	TRAVELCLICK
TravelCLICK, Inc.	820554	Canada	TRAVELCLICK
TravelCLICK, Inc.	8388837	European Union	HOTELLIGENCE
TravelCLICK, Inc.	3192705	European Union	RATEVIEW
TravelCLICK, Inc.	301742148	Hong Kong	TRAVELCLICK
TravelCLICK, Inc.	1238784	Mexico	TRAVELCLICK
TravelCLICK, Inc.	1254515	Mexico	TRAVELCLICK
TravelCLICK, Inc.	161036	United Arab Emirates	TRAVELCLICK
TravelCLICK, Inc.	4293108	United States of America	AGENCY360
TravelCLICK, Inc.	3232685	United States of America	BLUE SQUARE STUDIOS
TravelCLICK, Inc.	3390913	United States of America	CHANNELDIRECT
TravelCLICK, Inc.	3203111	United States of America	HOSPITALITY TOOLKIT
TravelCLICK, Inc.	3274595	United States of America	HOTELLIGENCE
TravelCLICK, Inc.	4019984	United States of America	HOTELLIGENCE360
TravelCLICK, Inc.	4020985	United States of America	IHOTELIER
TravelCLICK, Inc.	3293184	United States of America	ISTAY
TravelCLICK, Inc.	3274597	United States of America	ONESCREEN
TravelCLICK, Inc.	4183830	United States of America	RATE360
TravelCLICK, Inc.	3293235	United States of America	RATEADVISOR
TravelCLICK, Inc.	3329812	United States of America	RATEVIEW
TravelCLICK, Inc.	4010070	United States of America	STAYHIP
TravelCLICK, Inc.	3232688	United States of America	STUDIOS & Design
TravelCLICK, Inc.	2365798	United States of America	TRAVELCLICK
TravelCLICK, Inc.	3983847	United States of America	TRAVELCLICK
TravelCLICK, Inc.	4218849	United States of America	TRAVELCLICK & Segmented Circle Design
TravelCLICK, Inc.	3648148	United States of America	TRAVELCLICK ITRAK

Trademark Applications:

OWNER	APPLICATION NUMBER	COUNTRY	TITLE
TravelCLICK, Inc.	3232408	Argentina	HOTELLIGENCE360
TravelCLICK, Inc.	3232409	Argentina	HOTELLIGENCE360
TravelCLICK, Inc.	None	Brazil	HOTELLIGENCE360
TravelCLICK, Inc.	None	Brazil	HOTELLIGENCE360
TravelCLICK, Inc.	830825339	Brazil	TRAVELCLICK
TravelCLICK, Inc.	830825320	Brazil	TRAVELCLICK
TravelCLICK, Inc.	830825460	Brazil	TRAVELCLICK
TravelCLICK, Inc.	830825525	Brazil	TRAVELCLICK
TravelCLICK, Inc.	1592491	Canada	DEMAND360
TravelCLICK, Inc.	11341352	China	TRAVELCLICK and Design
TravelCLICK, Inc.	11341351	China	TRAVELCLICK and Design
TravelCLICK, Inc.	11341350	China	TRAVELCLICK and Design
TravelCLICK, Inc.	155073	Greece	IHOTELIER
TravelCLICK, Inc.	302546262	Hong Kong	HOTELLIGENCE360
TravelCLICK, Inc.	2041546	India	TRAVELCLICK
TravelCLICK, Inc.	2012007121	Indonesia	TRAVELCLICK
TravelCLICK, Inc.	2012007118	Indonesia	TRAVELCLICK
TravelCLICK, Inc.	2012007114	Indonesia	TRAVELCLICK
TravelCLICK, Inc.	1358804	Mexico	HOTELLIGENCE360
TravelCLICK, Inc.	1358803	Mexico	HOTELLIGENCE360
TravelCLICK, Inc.	1128828	Mexico	TRAVELCLICK
TravelCLICK, Inc.	1128830	Mexico	TRAVELCLICK
TravelCLICK, Inc.	179591	Saudi Arabia	TRAVELCLICK
TravelCLICK, Inc.	179592	Saudi Arabia	TRAVELCLICK
TravelCLICK, Inc.	179593	Saudi Arabia	TRAVELCLICK
TravelCLICK, Inc.	178774	United Arab Emirates	DEMAND360
TravelCLICK, Inc.	178775	United Arab Emirates	DEMAND360
TravelCLICK, Inc.	188725	United Arab Emirates	HOTELLIGENCE360
TravelCLICK, Inc.	188726	United Arab Emirates	HOTELLIGENCE360
TravelCLICK, Inc.	148406	United Arab Emirates	TRAVELCLICK
TravelCLICK, Inc.	148407	United Arab Emirates	TRAVELCLICK
TravelCLICK, Inc.	148408	United Arab Emirates	TRAVELCLICK
TravelCLICK, Inc.	85565065	United States of America	DEMAND360
TravelCLICK, Inc.	85200954	United States of America	GUESTVIEW360