02-08-2000



101261569



U.S. Department of Commerce Patent and Trademark Office TRADEMARK

RECURDATION FORM COVER SHEET TRADEMARKS ONLY

	TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).
	Submission Type Conveyance Type
	New X Assignment License
	Resubmission (Non-Recordation) Document ID # Security Agreement Nunc Pro Tunc Assignment Effective Date Month Day Year
	Correction of PTO Error Reel # Frame # Change of Name Corrective Document
	Reel # 1878 Frame # 0972 Other
	Conveying Party Mark if additional names of conveying parties attached Execution Date Month Day Year
	Name ERA Franchise Systems, Inc. 03 05 99
	Formerly
	Individual General Partnership Limited Partnership Corporation Association
	Other
	X Citizenship/State of Incorporation/Organization Delaware
	Receiving Party Mark if additional names of receiving parties attached
	Name TM Acquisition Corp.
	DBA/AKA/TA
	Composed of
	Address (line 1)
	Address (line 2) 3838 East Van Buren
	Address (line 3) Phonenix Arizona 85008 Zip Code
)	Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is
	X Corporation Association appointment of a domestic representative should be attached.
	Other (Designation must be a separate document from Assignment.)
	X Citizenship/State of Incorporation/Organization Delaware
02/07/2000 DHGU	EN 00000307 1057923 FOR OFFICE USE ONLY
01 FC:481 02 FC:482	40-00 OP 350.00 OP
	Public burden reporting to 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 example 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 (0651-0027), Washington, D.C. 20503. See OM8 Information Collection Budget Package. 0631-0027, 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: Commissioner of Patents and Trademarks, Box Assignments , Washington, D.C. 20231

TRADEMARK

REEL: 002017 FRAME: 0828

FORM PTO- Expres 06/30/99 CM8 0851:0027	1618B Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK		
Domestic Representative Name and Address Enter for the first Receiving Party only.				
Name				
Address (line 1)				
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Correspond	lent Name and Address Area Code and Telephone Number 202 85	7 6389		
Name	Michael A. Grow			
Address (line 1)	Arent Fox Kintner Plotkin & Kahn, PLLC			
Address (line 2)	1050 Connecticut Avenue, NW			
Address (line 3)	Washington, DC 20036			
Address (line 4)				
Pages	Enter the total number of pages of the attached conveyance document including any attachments.	# 2		
Enter either the	Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for emark Application Number(s) Registration Number			
Number of P	roperties Enter the total number of properties involved. #			
Fee Amount	Fee Amount for Properties Listed (37 CFR 3.41): \$ 39	0,		
Method of Deposit Ad (Enter for pay				
Statement an	d Signature			
attach	best of my knowledge and belief, the foregoing information is true and correct and a ed copy is a true copy of the original document. Charges to deposit account are autiled herein.			
Michael A	A. Grow Mullin Janu	ary 6, 2000		
Name of	Person Signing Signature	Date Signed		

FORM PTO-1618C Expires 06/30/99 I MB 0651-0027

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U.S. Department of Commerce Patent and Trademark Office TRADEMARK

Conveying Party Enter Additional Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year
Name ERA Franchise Systems, Inc.	03 05 99
Formerly	
Individual General Partnership Limit	ed Partnership 🐰 Corporation 🔲 Association
Other	
X Citizenship State of Incorporation/Organization	Delaware
Receiving Party Enter Additional Receiving Party Mark i	if additional names of receiving parties attached
Name TM Acquisition Corp.	
DBA/AKA/TA	
Composed of	
Address (line 1) 3838 East Van Buren	
Address (line 2)	
Address (line 3) Phoenix	Arizona 85008
Individual General Partnership Lin	State/Country ZIp Code If document to be recorded is an assignment and the receiving party is
X Corporation Association	not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate
Other	document from the Assignment)
Citizenship/State of Incorporation/Organization	Delaware
Trademark Application Number(s) or Registra 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) 2049139 2108505 2121860
	2130622 2158422
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04-07-1999

U.S. Department of Commerce Patent and Trademark Office TRADEMARK:

03-25-1999

01 FC:481 02 FC:482

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Submission Type	s: Please record the attached original document(s) or copy(ies)[[[]] Conveyance Type
X New	X Assignment License
Resubmission (Non-Recordation) Document ID #	Security Agreement Nunc Pro Tunc Assignme Effective Date Month Day Year
Correction of PTO Error Reel # Frame # Corrective Document Reel # Frame #	Change of Name Other
Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year
Name ERA FRANCHISE SYSTEMS I	INC. 03 05 99
Individual General Partnership	Limited Partnership $oxed{oxed{oxed{L}}}$ Corporation $oxed{oxed{oxed{L}}}$ Association
Other Citizenship/State of Incorporation/Organiza	
	ation <u>Delaware</u> Mark if additional names of receiving parties attached
Citizenship/State of Incorporation/Organiza	
Citizenship/State of Incorporation/Organiza Receiving Party	
Citizenship/State of Incorporation/Organiza Receiving Party Name TM Acquisition Corp.	
Citizenship/State of Incorporation/Organiza Receiving Party Name TM Acquisition Corp. DBA/AKA/TA	
Citizenship/State of Incorporation/Organiza Receiving Party Name TM Acquisition Corp. DBA/AKA/TA Composed of	
Citizenship/State of Incorporation/Organiza Receiving Party Name TM Acquisition Corp. DBA/AKA/TA Composed of Address (line 1) 3838 East Van Buren Address (line 2) Phoenix	Mark if additional names of receiving parties attached Arizona 85008
Receiving Party Name TM Acquisition Corp. DBA/AKA/TA Composed of Address (line 1) 3838 East Van Buren Address (line 2) Address (line 3) Phoenix City Individual General Partnership X Corporation Association	Mark if additional names of receiving parties attached Arizona State/Country If document to be recorded is an assignment and the receiving party is not domicited in the United States, an appointment of a domestic representative should be attached.
Receiving Party Name TM Acquisition Corp. DBA/AKA/TA Composed of Address (line 1) 3838 East Van Buren Address (line 2) Address (line 3) Phoenix City Individual General Partnership	Mark if additional names of receiving parties attached Arizona State/Country Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cever 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, O.C. 2023) and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0001-0027), Washington, D.C. 20503. See OM6 Information Collection Budget Package. 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS

40.00 OP 375.00 OP

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FORM PTO-16	Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK
Domestic Re	epresentative Name and Address Enter for the fi	rst Receiving Party only.
Name		
Address (line 1)		
Address (line 2)		
Address (line 3)		
Address (line 4)		
Corresponde	ent Name and Address Area Code and Telephone Numb	er 202 857 6000
Name _	Michael A. Grow	
Address (line 1)	Arent Fox Kintner Plotkin & Kahn, PLIC	
Address (line 2)	1050 Connecticut Avenue, NW	
Address (line J)	Washington, DC 20036	
Address (line 4)		
	Enter the total number of pages of the attached conveyange including any attachments.	ce document # 2
Trademark A	pplication Number(s) or Registration Number(s)	X Mark if additional numbers attached
	Trademark Application Number <u>or t</u> he Registration Number (DO NOT ENTE emark Application Number(s) R	egistration Number(s)
75/269373	1057923	1078060 1078068
	1189371	1645223 1646268
	1670506	1775491 1846988
Number of P	roperties Enter the total number of properties involve	ed. # 16
Fee Amount	Fee Amount for Properties Listed (37 CFR	3.41): \$ 415.
Method of		
Deposit Ad (Enter for pa	count yment by deposit account or if additional fees can be charged to the acco Deposit Account Number:	# 01-2300
	Authorization to charge additional	fees: Yes X No
Statement ar	nd Signature	true and correct and any
To the	e best of my knowledge and belief, the foregoing information is	and the contract and the

attached copy is a true copy of the original document. Charges to deposit account are authorized, as

Signature

indicated herein.

E.T.Henry/Senior Legal Assistant _

Name of Person Signing

March 23, 1999

Date Signed

03-25-1999

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

J.S. Department of Commerce Patient and Trademark Office TRADEMARK

Conveying Enter Additional	Conveying Party	Mark if additional names o	Conveying parties at	Execution Date Month Day Ye
Name [ERA Franchise Systems, Inc	с.		03 05 99
Formerly				
Individua	General Partnership	Limited Partnership	Corporation	Association
Other				
X Citizensh	nip State of Incorporation/Organization	Delaware		
Receiving	Party Receiving Party	fark if additional names of receiv	ring parties attached	
, Name	TM AcquisitionCorp.			
BA/AKA/TA				
omposed of				
Address (line 1)	3838 East Ven Buren			
Address (line 2)				
Address (line 3)	Phoenix	Arizona		85008
Address (line 3)	Crty	Arizona State/Country Limited Partnership	i 1	Zp Code be recorded is an
	General Partnership Association	Limited Partnership	assignment an not domiciled i appointment o representative	Zip Code be recorded is an id the receiving party i in the United States, as if a domestic should be attached
Individu	al General Partnership	State/Country Limited Partnership	assignment an not domiciled i appointment o representative (Designation in	Zp Code be recorded is an id the receiving party i in the United States, ai if a domestic
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Individu X Corporati Other Citizensh Trademark	General Partnership Association Association Application Number(s) or Register Trademark Application Number or the Register	Delawar Stration Number(s) ration Number (DO NOT ENTER Re 2049138	assignment an not domiciled is appointment or representative (Designation in document from Mark if additional and the second sec	Zip Code the recorded is an id the receiving party is in the United States, as if a domestic should be attached must be a separate in the Assignment.) tional numbers attached same property).
Individu X Corporati Other Citizensh Trademark	General Partnership Association Association Application Number(s) or Register Trademark Application Number or the Register	Delawar Stration Number(s) ration Number (DO NOT ENTER Re 2049138	assignment an not domiciled is appointment or representative (Designation in document from Mark if additional and the second sec	Zip Code the recorded is an id the receiving party is in the United States, as if a domestic should be attached must be a separate in the Assignment.) tional numbers attached same property).
Individu X Corporati Other Citizensh Trademark	General Partnership Association Association Application Number(s) or Register Trademark Application Number or the Register	Delawar Stration Number(s) ration Number (DO NOT ENTER Re 2049138	assignment an not domiciled is appointment or representative (Designation in document from Mark if additional and the second sec	Zip Code the recorded is an id the receiving party is in the United States, as if a domestic should be attached must be a separate in the Assignment.) tional numbers attached same property).

ASSIGNMENT

WHEREAS, ERA Franchise Systems, Inc. ("Assignor"), a Delaware corporation, having an address of 6 Sylvan Way, Parsippany, New Jersey 07054 has adopted and used the marks shown in Exhibit A for which applications have been filed and/or registrations obtained in the U.S. Patent and Trademark Office.

WHEREAS, TM Acquisition Corp. ("Assignee"), a Delaware corporation, having an address of 3838 East Van Buren, Phoenix, Arizona 85008, is desirous of acquiring all right, title and interest in and to said marks, and the application or registration thereof, together with the goodwill of the business associated with the marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to said marks and the application or registration thereof, together with the goodwill of the business symbolized by the marks.

ERA FRANCHISE SYSTEMS, INC.

By	i li	(
Printed Name	<u>'</u>		
Title			
Date			

eratm.asg

EXHIBIT A

APPLICATIONS

Mark	Serial No.	Filing Date
ERA & Design	75 269,373	April 4, 1997

REGISTRATIONS

Mark	Registration No.	Issue Date
ERA & Design	1,057,923	February 1, 1977
ERA	1.078.060	November 22, 1977
ZA & Design	1.078.068	November 22, 1977
FEATHER-CRAFT	1,189,371	February 9, 1982
TEAM ERA	1,645,223	May 21, 1991
IF WE DON'T SELL YOUR HOUSE,		
ERA WILL BUY IT	1,646,268	May 28, 1991
NCRC	1,670,506	December 31, 1991
RMS	1,775,491	June 8. 1993
ELECTRONIC REALTY ADVANTAGE	2,049,138	April 1, 1997
ERA ONLINE	2,049,139	April 1, 1997
ERA HOME PROTECTION PLAN	2,108,505	October 28, 1997
ERA & Design	2,121,860	December 16, 1997
ERA & Design	2,130,622	January 20, 1998
ERADVANTAGE	2,158,422	May 15, 1998

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JUNE 15, 1999

UNITED STATES DEPARTMENT OF COMMERCE Patent and Trademark Office ASSISTANT SECRETARY AND COMMISSIONER

ASSISTANT SECRETARY AND COMMISSIONER OF PATENTS AND TRADEMARKS Washington, D.C. 20231



PTAS
ARENT FOX KINTNER PLOTKIN & KAHN, PLLC
MICHAEL A. GROW
1050 CONNECTICUT AVENUE, NW
WASHINGTON, D.C. 20036

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RECORDATION DATE: 03/25/1999 REEL/FRAME: 1878/0972

NUMBER OF PAGES: 5

BRIEF: ASSIGNMENT OF AN UNDIVIDED PART OF ASSIGNOR''S INTEREST

ASSIGNOR:

ERA FRANCHISE SYSTEMS INC. DOC DATE: 03/05/1999

CITIZENSHIP:

ENTITY: CORPORATION

ASSIGNEE:

TM ACQUISITION CORP. CITIZENSHIP: ARIZONA 3838 EAST VAN BUREN ENTITY: CORPORATION

PHOENIX, ARIZONA 85008

REGISTRATION NUMBER:

APPLICATION NUMBER: 75269373 FILING DATE: 04/04/1997

ISSUE DATE:

MARK: ERA

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

PPLICATION NUMBER: 73090577 FILING DATE: 06/16/1976 REGISTRATION NUMBER: 1057923 FILING DATE: 02/01/1977

MARK: ERA

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 73298318 FILING DATE: 02/23/1981 REGISTRATION NUMBER: 1189371 ISSUE DATE: 02/09/1982

MARK: FEATHER-CRAFT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74111718 FILING DATE: 11/02/1990 REGISTRATION NUMBER: 1670506 ISSUE DATE: 12/31/1991

MARK: NCRC

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 73113461 FILING DATE: 01/24/1977 REGISTRATION NUMBER: 1078060 ISSUE DATE: 11/22/1977

MARK: ERA

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74073379 FILING DATE: 06/27/1990 REGISTRATION NUMBER: 1645223 ISSUE DATE: 05/21/1991

MARK: TEAM ERA

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74170398 FILING DATE: 05/28/1991 REGISTRATION NUMBER: 1775491 ISSUE DATE: 06/08/1993

MARK: RMS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 73101870 FILING DATE: 10/01/1976 REGISTRATION NUMBER: 1078068 ISSUE DATE: 11/22/1977

MARK: ZA

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 74073209 FILING DATE: 06/27/1990 REGISTRATION NUMBER: 1646268 ISSUE DATE: 05/28/1991

MARK: IF WE DON'T SELL YOUR HOUSE, ERA WILL BU

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74432454 FILING DATE: 09/07/1993 REGISTRATION NUMBER: 1846988 ISSUE DATE: 07/26/1994

MARK: RMS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

1878/0972 PAGE 3

APPLICATION NUMBER: 75104693 FILING DATE: 05/15/1996 REGISTRATION NUMBER: 2049138 ISSUE DATE: 04/01/1997

MARK: ELECTRONIC REALTY ADVANTAGE

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75250116 FILING DATE: 02/28/1997 REGISTRATION NUMBER: 2121860 ISSUE DATE: 12/16/1997

MARK: ERA

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75104694 FILING DATE: 05/15/1996 REGISTRATION NUMBER: 2049139 ISSUE DATE: 04/01/1997

MARK: ERA ONLINE

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75250115 FILING DATE: 02/28/1997 REGISTRATION NUMBER: 2130622 FILING DATE: 01/20/1998

MARK: ERA

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75108770 FILING DATE: 05/23/1996 REGISTRATION NUMBER: 2108505 ISSUE DATE: 10/28/1997

MARK: ERA HOME PROTECTION PLAN

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75220092 FILING DATE: 12/31/1996 REGISTRATION NUMBER: 2158422 ISSUE DATE: 05/19/1998

MARK: ERADVANTAGE

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

ANTIONE ROYALL, EXAMINER ASSIGNMENT DIVISION OFFICE OF PUBLIC RECORDS

RECORDED: 01/07/2000