

01-10-2001



101575135

12/21/00

RECORDATION 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
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

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.)

01/10/2001 MTHAI1 00000050 501291 2037694 FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 125.00 CH

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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: 002209 FRAME: 0667

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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.

Susan L. Crane



12/18/00

Name of Person Signing

Signature

Date Signed

NUNC PRO TUNC ASSIGNMENT (UNITED STATES)

WHEREAS, **HOTEL FRANCHISING LIMITED PARTNERSHIP** ("Assignor"), a limited partnership organized under the laws of the State of Delaware, with a principal place of business at 6 Sylvan Way, Parsippany, New Jersey, as of April 14, 1998 had adopted, owned, and was using the names and marks listed in Appendix A in connection with hotel and motel services in the United States ("Marks"); and

WHEREAS, **TM ACQUISITION CORP.** ("Assignee"), a Delaware corporation, with a principal place of business at 3838 East Van Buren, Phoenix, Arizona, as of April 14, 1998 desired to acquire all right, title and interest in and to the Marks and the goodwill associated therewith; and


WHEREAS, Assignor was dissolved effective April 14, 1998 with the intention that the Marks and goodwill associated therewith would be assigned to Assignee as of the time of dissolution; and

WHEREAS, Assignor's general partner, **WINGATE INNS INTERNATIONAL, INC.**, a Delaware corporation, formerly known as General Franchise Systems, Inc., had the authority as of April 14, 1998 to dispose of assets of Assignor and retains the authority to execute post-dissolution instruments effecting transfers such as this *nunc pro tunc* assignment on behalf of Assignor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and conveys unto Assignee all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the marks and any registrations thereof and applications therefor, *nunc pro tunc*, now for then, effective as of April 14, 1998.

HOTEL FRANCHISING LIMITED PARTNERSHIP,

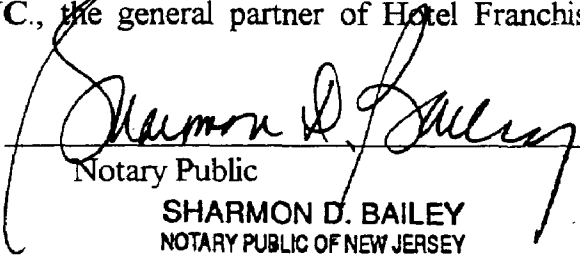
By Its General Partner, WINGATE INNS INTERNATIONAL, INC.

By: 
Joel R. Buckberg
Its: Sr. Vice President and Assistant Secretary

Date: 9/11/98

State of New Jersey)
)
County of Morris)

On this 11th day of September , 1998, before me appeared Joel R. Buckberg, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of **WINGATE INNS INTERNATIONAL, INC.**, the general partner of Hotel Franchising Limited Partnership.


Notary Public
SHARMION D. BAILEY
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires May 19, 2000

My Commission expires: _____

Appendix A

<u>Mark</u>	<u>Registration No.</u>
WINGATE INN	2,037,694
WINGATE INN	2,043,058
WINGATE INN and Design	2,089,627
BUILT FOR BUSINESS	2,031,031
FUTURE.RES	2,103,961
Shell Design	2,044,951