

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

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): TM Acquisition Corp. [ ] Individual(s) [ ] Association [ ] General Partnership [ ] Limited Partnership [ ] Corporation-State Delaware [ ] Other Additional name(s) of conveying party(ies) attached? [ ] Yes [X] No

2. Name and address of receiving party(ies) Name: Two Flags Joint Venture LLC Internal Address: c/o Cendant Corporation Street Address: 1 Sylvan Way City: Parsippany State: NJ Zip: 07054 [ ] Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [ ] Corporation-State [X] Other Delaware Limited Liability Company 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: [X] Assignment [ ] Merger [ ] Security Agreement [ ] Change of Name [ ] Other Execution Date: March 1, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 78/056537 75912790 76/246559 B. Trademark Registration No.(s) 2071394 1137073 1003846 2459053 1518523 1518524 1160430 1420612 1160431 1469518 2360817 2391298 Additional number(s) attached [X] Yes [ ] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Ronald J. Turiello, Jr. Internal Address: Skadden, Arps, Slate Meagher & Flom LLP Street Address: Four Times Square City: New York State: NY Zip: 10036 6522

6. Total number of applications and registrations involved: 32 7. Total fee (37 CFR 3.41): \$ 815.00 [ ] Enclosed [X] Authorized to be charged to deposit account 8. Deposit account number: 19-2385 [Our Ref: 284010-285] (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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. Ronald J. Turiello, Jr. Signature: [Signature] Date: March 11, 2002 Name of Person Signing Signature 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

**Additional Schedule to Trademark Assignment  
TM Acquisition Corp. to Two Flags Joint Venture LLC**

975192  
1497232  
1665307  
1603054  
2430671  
1629599  
1608551  
2024030  
2229401  
1001177  
1444602  
1036373  
1444603  
1003834  
1060958  
2325609  
1445708

### ASSIGNMENT OF MARKS

WHEREAS, TM Acquisition Corp., a Delaware limited liability company ("Assignor"), has adopted, used and is the owner of the trademarks and service marks listed on Exhibit A hereto (the "Marks"), which are registered in the United States Patent and Trademark Office under the registration numbers listed on Exhibit A.

WHEREAS, Two Flags Joint Venture LLC, a Delaware limited liability company ("Assignee"), desires to acquire all of Assignor's right, title and interest in and to the Marks in the United States as the successor in interest to that portion of Assignor's ongoing and existing business in the United States to which the Marks pertain.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee, all right, title and interest in and to the Marks in the United States, and the registrations therefor and any renewals thereof, together with the goodwill of the business symbolized by the use of the Marks in the United States, and together with all claims for damages by reason of past infringement thereof, with the right to sue for, and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns and legal representatives.

Signed this the 1<sup>st</sup> day of March, 2002.

TM ACQUISITION CORP.

By: 

Name: John Buckner

Title: Senior Vice President

**Schedule A**  
**TRADEMARK ASSIGNMENT**

| Trademark Name                         | Status     | App. Number | Reg. Number | Filing Date | Reg. Date |
|--|------------|-------------|-------------|-------------|-----------|
| I-800-DAYS-INN                         | Registered | 75/061,658  | 2071394     | 2/6/96      | 6/17/97   |
| DAYBREAK                               | Registered | 73/194,869  | 1137073     | 11/28/78    | 6/17/80   |
| DAYS                                   | Registered | 73/017,382  | 1003846     | 3/29/74     | 2/4/75    |
| DAYS BUSINESS PLACE                    | Registered | 75/694,072  | 2459053     | 4/29/99     | 6/12/01   |
| DAYS HOTEL                             | Registered | 73/726,834  | 1518523     | 5/6/88      | 12/27/88  |
| DAYS HOTEL AND DESIGN                  | Registered | 73/726,835  | 1518524     | 5/6/88      | 12/27/88  |
| DAYS INN                               | Registered | 73/217,620  | 1160430     | 5/29/79     | 7/7/81    |
| DAYS INN & DESIGN                      | Registered | 73/592,704  | 1420612     | 4/11/86     | 12/9/86   |
| DAYS INN & SUNBURST DESIGN             | Registered | 73/217,621  | 1160431     | 7/7/81      | 7/7/81    |
| DAYS INN & SUNBURST DESIGN             | Registered | 73/649,781  | 1469518     | 3/17/87     | 12/15/87  |
| DAYS INN INNCENTIVES                   | Registered | 75/573,689  | 2360817     | 10/20/98    | 6/20/00   |
| DAYS INN INNCENTIVES & SUNBURST DESIGN | Registered | 75/714,817  | 2391298     | 5/27/99     | 10/3/00   |
| DAYS LODGE                             | Registered | 72/444,191  | 975192      | 12/19/72    | 12/18/73  |
| DAYS LODGE AND DESIGN                  | Registered | 73/690,451  | 1497232     | 10/19/87    | 7/19/88   |
| DAYS SUITES                            | Registered | 74/023,260  | 1665307     | 1/29/90     | 11/19/91  |
| DAYS SUITES AND DESIGN                 | Registered | 73/792,989  | 1603054     | 4/13/89     | 6/19/90   |
| DAYS WORK ZONE                         | Registered | 75/548,470  | 2430671     | 9/4/98      | 2/27/01   |
| DAYSKILLS                              | Published  | 78/056537   |             | 4/3/01      |           |
| DAYSOURCE AND DESIGN                   | Pending    | 75/912,790  |             | 2/8/00      |           |
| DAYSTOP                                | Registered | 74/023,262  | 1629599     | 1/29/90     | 12/25/90  |
| DAYSTOP AND DESIGN                     | Registered | 73/792,926  | 1608551     | 4/13/89     | 7/31/90   |
| FOLLOW THE SUN                         | Registered | 75/053,910  | 2024030     | 2/6/96      | 12/17/96  |
| INNCREDBLE CARD PLUS                   | Registered | 75/183,216  | 2229401     | 10/17/96    | 3/2/99    |
| LODGE LOGO DESIGN                      | Registered | 73/017,488  | 1001177     | 3/29/74     | 1/7/75    |
| MOTORCOACH PLUS                        | Published  | 76/246559   |             | 4/25/01     |           |
| SCHOOL DAYS                            | Registered | 73/627,302  | 1444602     | 10/28/86    | 6/23/87   |
| SEPTEMBER DAYS CLUB                    | Registered | 73/052,668  | 1036373     | 5/19/75     | 3/23/76   |
| SPORT PLUS                             | Registered | 73/627,303  | 1444603     | 10/28/86    | 6/23/87   |
| SUNBURST DESIGN                        | Registered | 73/017,381  | 1003834     | 3/29/74     | 2/4/75    |
| THE INN-CREDIBLE CARD                  | Registered | 73/057,243  | 1060958     | 7/9/75      | 3/8/77    |
| THERE YOU GO                           | Registered | 75/546,926  | 2325609     | 8/31/98     | 3/7/00    |
| USA DAYS                               | Registered | 73/627,304  | 1445708     | 10/28/86    | 6/30/87   |