

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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: Bankers Trust Company

Individual(s) Association

General Partnership Limited Partnership

Corporation-State

Other New York Banking Organization

Additional name(s) & address(es) attached?

Yes No

2. Name and address of receiving party(ies)

Name: Wyndham IP Corporation

Internal Address: _____

Street Address: 1950 Stemmons Frwy., Suite 6001

City: Dallas State: Texas Zip: 75207

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 Release of Security Interest

Execution Date: March 4, 2002

4. Applications number(s) or patent number(s):

A. Trademark Application No.(s) 74/244942

B. Trademark Registration No.(s) 2302372, 2077156, 2096650, 2068875, 2051545, 2051544, 2051491, 1906955, 1962596, 1442514, 2008720

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Anita Nesser

Internal Address: _____

Street Address: 2001 Ross Avenue, Suite 600

City: Dallas State: Texas Zip: 75201

6. Total number of applications and patents involved: 1
registrations involved: 11 TOTAL: 12

7. Total fee (37 CFR-3.41)\$ 315.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

50-2147

(Attached 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.

Anita Nesser

Name of Person Signing


Signature

March 12, 2002

Date

Total number of pages including cover sheet, attachments, and documents: 6 (plus fax cover page)

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

SERVICE MARK RELEASE OF SECURITY INTEREST

This instrument is executed effective as of the 4th day of March, 2002 by Bankers Trust Company, a New York banking organization ("**Bankers Trust**"), not in its individual capacity but solely as agent for the Banks specified in the Security Agreement (hereinafter defined) (Bankers Trust in such capacity, the "**Agent**"), 31 W. 52nd Street, New York, New York 10019.

WHEREAS, Wyndham IP Corporation, a Delaware corporation (the "**Grantor**"), having an address at 1950 Stemmons Freeway, Suite 6001, Dallas, Texas 75207, and the Agent executed a Pledge and Security Agreement dated as of May 29, 1996, as amended and restated in its entirety by an Amended and Restated Security Agreement dated as of July 30, 1997 ("**Security Agreement**"), under which Security Agreement the Grantor granted to the Agent a security interest in, among other things, all of the Grantor's right, title, and interest in and to the service mark registrations and pending applications (collectively, "**Service Marks**") listed in Exhibit A hereto, to secure payment and performance in full of certain obligations (the "**Obligations**") of the Grantor and its affiliates under a Senior Secured Revolving Credit Agreement among Grantor, Agent and others (the "**Credit Agreement**").

WHEREAS, the Agent recorded the Security Agreement with the United States Patent and Trademark Office, Assignment Branch, on June 20, 1997, which Security Agreement was recorded at Reel 1608, Frame 0008; and

WHEREAS, the Agent desires to terminate and release its security interest in the Service Marks.

NOW, THEREFORE, in consideration of the satisfaction of all Obligations of the Grantor under the Credit Agreement, the Agent by these presents does hereby release the security interest in all trademarks, service marks and trademark and service mark registrations and applications, both foreign and domestic, at any time owned by Grantor, including without limitation the Service Marks described on Exhibit A hereto, and the goodwill represented thereby, and including without limitation all renewals thereof, all proceeds thereof (including, but not limited to, all license royalties, and proceeds of infringement suits), and the right to sue for past, present, and future infringements.

IN WITNESS WHEREOF, Agent has executed this instrument as of the date first above written.

BANKERS TRUST COMPANY, as Agent

By: 
 Name: Steven P. Lapham
 Title: Director

EXHIBIT A**Service Marks**

<u>Mark</u>	<u>Serial No.</u>	<u>Registration No.</u>
888-WYNDHAM	75/095,722	2,302,372
800-WYNDHAM	75/077,233	2,077,156
WYNDHAM HOTELS & RESORTS	75/052,904	2,096,650
THE RIGHT WAY. THE WYNDHAM WAY.	75/041,570	2,068,875
WOMEN ON THE MOVE	74/719,924	2,051,545
WOMEN ON THE MOVE	74/719,919	2,051,544
COPPER CREEK BAR AND GRILL	74/700,356	2,051,491
TRIPLE UPGRADE	74/432,669	1,906,955
WYNDHAM GARDEN	74/246,564	1,962,596
WYNDHAM	74/244,942	
WYN CLUB	73/605,612	1,442,514
W and DESIGN	75/030,072	2,008,720