

08-13-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) REC 102188947 DEPARTMENT OF COMMERCE 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): Credit Suisse First Boston 7.18.02
2. Name and address of receiving party(ies): USA Jet Airlines, Inc.
Internal Address: 2068 E Street
City: Belleville State: MI Zip: 48111
3. Nature of Conveyance: Other: Release of Security Agreement
Execution Date: May 28, 2002

4. Application Number(s) or Registration Number(s):
A. Trademark Application No.(s):
B. Trademark Registration No.(s): 1,998,391 2,117,837
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Erin A. Dugan
Internal Address: Atty. Dkt.: BKOB-063
Street Address: One International Place
City: Boston State: MA Zip: 02110-2624
6. Total Number of applications and registrations involved: 6
7. Total fee (37 CFR 3.41) \$ 165.00
8. Deposit account number: 18-1945

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.
Robert A. Mazzaresse
Signature: [Handwritten Signature] Date: July 16, 2002
Total number of pages including cover sheet, attachments, and document: 3

I hereby certify that this correspondence is being deposited with the U.S. Postal Service with sufficient postage as First Class Mail, in an envelope addressed to: Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513, on the date shown below.
Dated: 7/16/02 Signature: [Handwritten Signature] (Edward J. Mullins)

08/12/2002 DBYRNE
01 FC:481
02 FC:482

RELEASE AND REASSIGNMENT OF
INTELLECTUAL PROPERTY

Reference is hereby made to that certain Security Agreement, dated as of June 30, 2000, among USA Jet Airlines, Inc., a Delaware corporation ("Borrower"), each subsidiary of Borrower party thereto, and Credit Suisse First Boston, as Collateral Agent (the "Collateral Agent"), on behalf of itself and other Secured Parties, which was recorded in the United States Patent and Trademark Office on July 6, 2000 at Reel 2116, Frame 0001 (the "Agreement") and pursuant to which the Borrower assigned and granted to the Collateral Agent, on behalf of itself and the Secured Parties, a security interest in and to all of Borrower's rights, title and interests in and to the Collateral, including without limitation those trademarks, trademark registrations and trademark applications specifically listed on Exhibit A attached hereto (the "Trademarks"), and the goodwill associated therewith;

WHEREAS, capitalized terms used herein and not defined herein are used as defined in the Agreement; and

WHEREAS, the Collateral Agent wishes to release, retransfer and reassign to Borrower, without representation or warranty, all of the Collateral Agent's rights, title and interests, on behalf of itself and the Secured Parties, in and to the Collateral, including without limitation the Trademarks, and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Collateral Agent, on behalf of itself and the Secured Parties, hereby releases, transfers and assigns to Borrower, without representation or warranty, all of the rights, title and interests of the Collateral Agent, on behalf of itself and the Secured Parties, in and to the Collateral, including without limitation the Trademarks, and the goodwill associated therewith. The Collateral Agent hereby authorizes Borrower to take any and all actions in connection with the Trademarks in Borrower's own name and at Borrower's own expense. After the date hereof, the Collateral Agent will execute and deliver to Borrower such documents and will take such other actions as Borrower may reasonably request to accomplish the release, transfer and assignment set forth herein.

IN WITNESS WHEREOF, the Collateral Agent has executed this Release and Reassignment of Intellectual Property as of this 28th day of May, 2002.

CREDIT SUISSE FIRST BOSTON

By  

Title ROBERT HETU
DIRECTOR

IAN W. NALITT
ASSOCIATE

8811710v2

TRADEMARK

REEL: 002560 FRAME: 0633

EXHIBIT A

INTELLECTUAL PROPERTY-TRADEMARKS

	Trademark	Registered	Registration Date
1.	ACTIVE AERO CHARTER	1,998,392	September 3, 1997
2.	CHARTERTRACK	2,409,088	November 28, 2000
3.	CHARTERNET	2,117,837	December 2, 1997
4.	Logo Design (Circle with Globe and Plane)	2,188,514	September 8, 1997
5.	Logo Design (Dark Circle with Globe and Design)	2,015,312	November 12, 1997
6.	USA JET AIRLINES	1,998,391	September 3, 1997

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