

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
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| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |
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| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Fairfield Resorts, Inc. | | 01/08/2004 | CORPORATION: DELAWARE |

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| RECEIVING PARTY DATA | |
| Name: | TM Acquisition Corp. |
| Street Address: | 10750 West Charleston Blvd. |
| Internal Address: | Suite 130 |
| City: | Las Vegas |
| State/Country: | NEVADA |
| Postal Code: | 89135 |
| Entity Type: | CORPORATION: DELAWARE |

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| PROPERTY NUMBERS Total: 1 | | |
| Property Type | Number | Word Mark |
| Registration Number: | 2619376 | SELECT VACATION CLUB |

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| CORRESPONDENCE DATA | |
| Fax Number: | (973)496-4624 |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | |
| Phone: | 973-496-5139 |
| Email: | uspto.mail@cendant.com |
| Correspondent Name: | Susan L. Crane |
| Address Line 1: | 1 Sylvan Way |
| Address Line 4: | Parsippany, NEW JERSEY 07054 |

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| ATTORNEY DOCKET NUMBER: | RCI |
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| NAME OF SUBMITTER: | Nia Levell |
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| Total Attachments: 1 source=Assignment of SELECT VACATION CLUB BW#page1.tif |
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CH \$40.00 2619376

ASSIGNMENT OF U.S. TRADEMARK RIGHTS

WHEREAS Fairfield Resorts, Inc. ("Assignor"), a Delaware corporation with its principal place of business at 8427 SouthPark Circle, Orlando, Florida 32819, is the owner of the service mark SELECT VACATION CLUB & Design and United States Registration No. 2,619,376 thereof (the "Mark");

WHEREAS TM Acquisition Corp. ("Assignee"), a Delaware corporation with its principal place of business at 10750 West Charleston Blvd., Suite 130, Las Vegas, Nevada 89135, is desirous of acquiring the Mark, United States Registration No. 2,619,376 thereof and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign unto Assignee, all rights, title and interest in and to the Mark and United States Registration No. 2,619,376 thereof, together with the goodwill appurtenant thereto, including, but not limited to, any right to collect damages for past infringements.

FAIRFIELD RESORTS, INC.

TM ACQUISITION CORP.

By: 

By: 

Name: Laurence E. Kinsolving

Name: Kim Vukanovich

Title: Executive Vice President

Title: Vice President

Dated: 1/8/04

Dated: 12/17/03