

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
US Airways, Inc.		12/04/2013	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	American Eagle Airlines, Inc.
Street Address:	4333 Amon Carter Blvd.
City:	Fort Worth
State/Country:	TEXAS
Postal Code:	76155
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	3940890	GOENVOY
Registration Number:	2186577	ENVOY
Registration Number:	2196374	ENVOY LOUNGE
Registration Number:	3891070	ENVOY SUITE

**CORRESPONDENCE DATA**

Fax Number: 3123214299  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 312-321-4200  
 Email: officeactions@brinksgilson.com  
 Correspondent Name: Andrew J. Avsec  
 Address Line 1: P. O. Box 10395  
 Address Line 4: Chicago, ILLINOIS 60610

NAME OF SUBMITTER:	Andrew J. Avsec
Signature:	/Andrew J. Avsec/

CH \$115.00 3940890

Date:

01/15/2014

**Total Attachments: 4**

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## SERVICE MARK ASSIGNMENT

**WHEREAS**, US AIRWAYS, INC., a Delaware Corporation, with a principal place of business at 111 W. Rio Salado Parkway, Tempe, Arizona 85281 ("Assignor"), has adopted, owns, and has used the service marks identified on the attached Schedule A ("Marks"), for which Assignor owns service mark registrations as identified on the attached Schedule A; and

**WHEREAS**, AMERICAN EAGLE AIRLINES, INC., a Delaware Corporation, with a principal place of business at 4333 Amon Carter Blvd., Ft. Worth, Texas 76155 ("Assignee"), desires to acquire the Marks, the goodwill appurtenant thereto, and the registrations identified on the attached Schedule A;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, the registrations identified in Schedule A, and all of Assignor's rights therein, including the right to sue for and receive all damages from past infringements of the Marks.

US AIRWAYS, INC.	AMERICAN EAGLE AIRLINES, INC.
By:  Name: <u>Andrew Nocella</u> Title: <u>SVP Marketing &amp; Planning</u> Date: <u>12/4/13</u>	By:  Name: Pedro Fabregas Title: Senior Vice President, Customer Service Date: <u>12-3-13</u>

**SCHEDULE A**

**(1) U.S. Marks**

<b>Trademark</b>	<b>Owner</b>	<b>Serial/Reg. No.</b>	<b>Services</b>
GOENVOY	US AIRWAYS, INC. DELAWARE CORPORATION 111 W. RIO SALADO PARKWAY TEMPE, ARIZONA, 85281	SN:85-111219 RN:3,940,890	(Int'l Class: 39) Transportation services, namely, airline passenger services in the nature of a specialized frequent flier program; award program for frequent air travelers, namely, elite ticket upgrades, augmented frequent flier mileage
ENVOY	US AIRWAYS, INC DELAWARE CORPORATION 111 W. RIO SALADO PARKWAY TEMPE, ARIZONA, 85281	SN:75-190692 RN:2,186,577	(Int'l Class: 39) transportation services, namely, airline passenger services in the nature of a specialized frequent flier program; award program for frequent air travelers, namely, priority boarding, check-in, seating and reservation services; ticket upgrades; augmented frequent flier mileage; travel services, namely, offering a variety of amenities to member travelers at airports while awaiting departure
ENVOY LOUNGE	US AIRWAYS, INC. DELAWARE CORPORATION 111 W. RIO SALADO PARKWAY TEMPE, ARIZONA, 85281	SN:75-190231 RN:2,196,374	(Int'l Class: 39) transportation services, namely, airline passenger services in the nature of a specialized frequent flier program; award program for frequent air travelers, namely, priority boarding, check-in, seating and reservation services; ticket upgrades; augmented frequent flier mileage; travel services, namely, offering a variety of amenities to member travelers at airports while awaiting departure
ENVOY SUITE	US AIRWAYS, INC. DELAWARE CORPORATION 111 W. RIO SALADO PARKWAY TEMPE, ARIZONA, 85281	SN:77-815195 RN:3,891,070	(Int'l Class: 39) Air transportation featuring a business class seating program

**(2) International Marks**

<b>Trademark</b>	<b>Country</b>	<b>Owner</b>	<b>Serial/Reg. No.</b>	<b>Services</b>
ENVOY CLASS	Canada	US AIRWAYS, INC. DELAWARE CORPORATION 111 W. RIO SALADO PARKWAY TEMPE, ARIZONA, 85281	SN: 0828404 RN: TMA535540	(Int'l Class: 39) Transportation services, namely, airline passenger services in the nature of a specialized frequent flier program; award program for frequent air travelers, namely priority boarding, check-in, seating and reservation services; ticket upgrades; augmented frequent flier mileage; travel services, namely offering a variety of amenities to member travelers at airports while awaiting departure.
ENVOY LOUNGE	Canada	US AIRWAYS, INC. DELAWARE CORPORATION 111 W. RIO SALADO PARKWAY TEMPE, ARIZONA, 85281	SN: 0828406 RN: TMA535712	(Int'l Class: 39) Transportation services, namely, airline passenger services in the nature of a specialized frequent flier program; award program for frequent air travelers, namely priority boarding, check-in, seating and reservation services; ticket upgrades; augmented frequent flier mileage; travel services, namely offering a variety of amenities to member travelers at airports while awaiting departure.
ENVOY CLASS	Mexico	US AIRWAYS, INC. DELAWARE CORPORATION 111 W. RIO SALADO PARKWAY TEMPE, ARIZONA, 85281	SN: 279988 RN: 637099	(Int'l Class: 39) services for transportation as services rendered by airlines in the form of schedules specialized for traveller frequent, services for boarding special at aircrafts, service of travel arrangement as reserving than seating and
ENVOY LOUNGE	Mexico	US AIRWAYS, INC. DELAWARE CORPORATION 111 W. RIO SALADO PARKWAY TEMPE, ARIZONA, 85281	SN: 279987 RN: 644458	(Int'l Class: 39) services for transportation as services rendered by airlines in the form of schedules specialized for traveller frequent, services for boarding special at aircrafts, service of travel arrangement as reserving than seating and
ENVOY	Mexico	US AIRWAYS,	SN: 279989	(Int'l Class: 39) services for transportation

Trademark	Country	Owner	Serial/Reg. No.	Services
CLUB		INC. DELAWARE CORPORATION 111 W. RIO SALADO PARKWAY TEMPE, ARIZONA, 85281	RN: 644459	as services rendered by airlines in the form of schedules specialized for traveller frequent, services for boarding special at aircrafts, service of travel arrangement as reserving than seating ~yvuelos~ and n aeroplanes for travellers' frequent, travel agency services, services for rendered travel by airlines during delay of passengers, and in general whole class
ENVOY	Community Trademark	US AIRWAYS, INC. DELAWARE CORPORATION 111 W. RIO SALADO PARKWAY TEMPE, ARIZONA, 85281	SN: 3121939 RN: 008428427	(Int'l Class: 35) Promotional services, namely, offering a reward program for frequent air travellers, namely, priority boarding, check-in, seating and reservation services, augmented frequent flier mileage, ticket upgrades, offering a variety of amenities to member travellers at airports while awaiting departure.
US AIRWAYS ENVOY CLASS	Community Trademark	US AIRWAYS, INC. DELAWARE CORPORATION 111 W. RIO SALADO PARKWAY TEMPE, ARIZONA, 85281	SN: 297360 RN: 001246412	(Int'l Class: 35) Promotional services, namely, offering a reward program for frequent air travellers, namely, priority boarding, check-in, seating and reservation services; augmented frequent flier mileage; ticket upgrades; offering a variety of amenities to member travellers at airports while awaiting departure.