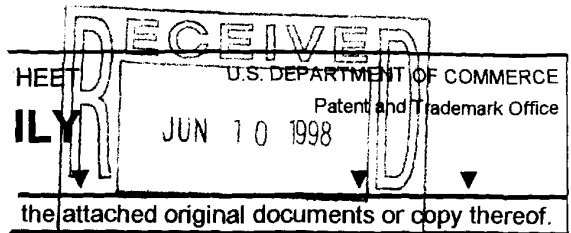


06-26-1998



100749274



Tab settings → → → ▼

To the Honorable Commissioner of

the attached original documents or copy thereof.

1. Name of conveying party(ies):
Holiday Hospitality Corporation
6-10-98

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

Additional names(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Bass Hotels & Resorts, Inc.
 Internal Address: _____
 Street Address: Three Ravinia Drive
 City: Atlanta State: GA ZIP: 30346-2149

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 _____

Execution Date: April 20, 1998

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)
See attached schedule

B. Trademark Registration No.(s)
See attached schedule

Additional numbers attached? Yes No

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

Name: Albert Robin
 Internal Address: Robin, Blecker & Daley

 Street Address: 330 Madison Avenue

 City: New York State: NY ZIP: 10017

6. Total number of applications and registrations involved:..... **82**

7. Total fee (37 CFR 3.41):.....\$ 2,065

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit)

06/26/1998 110M11 00000023 592539
 01 FC:481 40.00 DP
 02 FC:482 2025.00 DP

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.

Albert Robin *Albert Robin* June 8, 1998
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and documents **7**

SCHEDULE OF TRADEMARKS

REGISTERED TRADEMARKS

NUMBER	MARK	CLASS
592539	HOLIDAY INN (WORDS)	42
592541	HOLIDAY INN (& GREAT SIGN)	42
656932	THE NATION'S INNKEEPER	42
656933	JOHN HOLIDAY (DESIGN)	42
657302	YOUR HOST FROM COAST TO COAST	42
708521	HOLIDAY INN OF AMERICA (GREAT SIGN)	42
812308	HOLIDEX (WORD)	42
864359	HOLIDAY INN (SCRIPT-REV)	42
872751	THE WORLD'S INNKEEPER (WORDS)	42
876721	GENERAL DATA	42
929814	HOLIDAYS AROUND THE WORLD	39
946989	THE MOST ACCOMMODATING PEOPLE IN THE WORLD	42
953887	HOLIDAY INN UNIVERSITY DEVICE	41
1059639	HOLIDAY INN, THE WORLD'S INNKEEPER	42
1064668	HOLIDOME (WORD)	41,42
1102915	THE TREE TOP	42
1103638	TEENS STAY FREE AT HOLIDAY INN	42
1108925	HOLIDAY INN (WORDS)	39
1125044	INNER CIRCLE	42

1126765	SANDPAPER SILHOUETTE (DESIGN)	42
1155945	PIPERS	42
1157767	NUMBER ON IN PEOPLE PLEASIN' (WORDS)	42
1157768	PEOPLE PLEASIN'	42
1161259	HOLIDAY INN EXECUTIVE CONFERENCE CENTER (WORDS)	35
1162310	EXECUTIVE CONFERENCE CENTER (DESIGN)	42
1167767	DR. SAGE'S	42
1182489	VALUE MEETING	41,42
1182492	HI-NET	41
1182496	HOLIDOME INDOOR RECREATION CENTER	41,42
1192666	HOLIDEX II	42
1196516	INNKARE (WORD)	42
1199987	THE HORNED TOAD	42
1243330	HOLIDAY INN & STAR (DEVICE)	42
1243332	STAR (DESIGN)	42
1261925	HOLIDAY INN (WORD IN SCRIPT WITH PREFERRED CORPORATE TRAVELER WORDS)	36
1270423	STAR (DESIGN (LINED FOR COLOUR))	42
1275560	HOLIDAY INN & STAR (DESIGN IN COLOUR)	42
1281008	HOLIDAY INN (SIGN)	42
1281951	HOLIDAY INN CROWNE PLAZA (NEW LOGO WITH FLAG)	42
1288408	THE NEXT DOOR DEAL	42

1297211	CROWNE PLAZA (WORDS)	42
1301022	HOLIDAY INN CROWNE PLAZA (WORDS)	42
1303239	CROWNE PLAZA FLAG (DESIGN)	42
1311607	RAISING SERVICE TO AN ART (WORDS)	42
1315089	KING LEISURE	42
1315216	PRIORITY CLUB (WORDS)	42
1363788	FIRST CONCERN	41
1555275	HOLIDAY INN CROWNE PLAZA (NEW LOGO WITH FLAG)	42
1580810	PRIORITYPLUS (WORD)	42
1628750	STAY WITH SOMEONE YOU KNOW (WORDS)	42
1651851	HOLIDAY INN EXPRESS (WORDS)	42
1660169	HOLIDAY INN KIDS VILLAGE (WORDS)	42
1667056	BUILDING STARS (DEVICE)	42
1667077	SHOOTING STAR (DEVICE)	42
1705602	PRIORITY CLUB (WORDS)	42
1714036	HOLIDAY INN CONFERENCE NETWORK (LOGO)	35
1744907	PLUSPERFORMER (WORD)	42
1788986	EXECUTIVE EDITION (WORDS)	42
1804994	SUNSPREE (WORD)	42
1806858	HOLIDAY INN SUSNSPREE RESORT (WORDS)	42
1806861	SUNSPREE (LOGO)	42
1946610	CROWNE PLAZA PREFERRED (WORDS)	42

1997889	CROWNE PLAZA PREFERRED (LOGO)	42
2031252	INN KEEPING WITH THE TIMES (WORDS)	42
2031923	CONSERVING FOR TOMORROW (WORDS WITH DEVICE)	42
2034107	HOLIDAY INN SELECT (WORDS)	42
2093816	KIDSUITES (WORD)	42
2119448	E-SPACE (WORD)	41
2139286	LINEBUSTERS (LOGO)	42
2144734	BEST-4-BREAKFAST (WORDS)	42
2157388	CONVENIENCE CAFE (WORD)	42

PENDING TRADEMARK APPLICATIONS

NUMBER	MARK	CLASS
75/037228	CONVENIENCE COURT (WORDS)	36,37
75/095920	CONVENIENCE COURT (LOGO)	42
75/176733	E-SPACE (WORD)	42
75/310052	CAFE CONNECTION (WORDS)	42
75/332063	STAYBRIDGE SUITES (WORDS)	42
75/338472	E-SPACE (WORD)	16,25
75/365304	LANDINGS BY HOLIDAY INN (WORDS)	42
75/422670	HOLIDAY INN EXPRESS (LOGO)	42

75/428206	STAY SMART (WORDS)	42
75/448186	HOLIDAY HOSPITALITY (LOGO)	42
75/477607	MAKE IT YOUR PLACE (WORDS)	42

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HOLIDAY HOSPITALITY CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "BASS HOTELS & RESORTS, INC.", THE TWENTIETH DAY OF APRIL, A.D. 1998, AT 11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2713097 8320

981202076

RECORDED: 06/10/1998

AUTHENTICATION:

9102929

DATE:

TRADEMARK 27-98

REEL: 1744 FRAME: 0578