

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM316704

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Aviation Capital Partners Group, LLC		08/12/2014	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Eastern Air Lines Group, Inc.		
Street Address:	Building 5A, Miami International Airport		
City:	Miami		
State/Country:	FLORIDA		
Postal Code:	33142		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	1285593	EASTERN AIR LINES	
Registration Number:	1467648	EASTERN	
Registration Number:	4099346	EASTERN	
Registration Number:	1490543		
Registration Number:	4099347		
Registration Number:	1466632	THE EASTERN EXPRESSWAY	
CORRESPONDENCE DATA			
Fax Number:	8662895775		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	6365353252		
Email:	jenna@jfk-lawyer.com		
Correspondent Name:	Jenna F Karadbil		
Address Line 1:	175 Varick Street Suite 306		
Address Line 4:	New York, NEW YORK 10014		
ATTORNEY DOCKET NUMBER:	EASTERN 6 MARKS		
NAME OF SUBMITTER:	Jenna F. Karadbil		
SIGNATURE:	/Jenna F. Karadbil/		
DATE SIGNED:	09/11/2014		

OP \$165.00 1285593

Total Attachments: 7

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TRADEMARK ASSIGNMENT

WHEREAS, Aviation Capital Partners Group, LLC, a Delaware limited liability company, having a registered office address of 1221 Brickell Avenue, Suite 2660, Miami, Florida 33131 ("ACPG") was the owner of all right, title and interest in and to certain trademarks, service marks and/or trade names, as identified in Schedule A, attached hereto and incorporated herein by reference (collectively, the "Assigned Marks"), and the goodwill associated therewith; and

WHEREAS, Eastern Air Lines Group, Inc., a Delaware corporation, having a registered address of Building 5A, Miami International Airport, Miami, Florida 33142 ("Eastern"), has acquired from ACPG all right, title and interest in and to the Assigned Marks, and the goodwill associated therewith; and

WHEREAS, ACPG and Eastern have executed a certain Restricted Common Stock Purchase Agreement, with an effective date of October 19, 2013 ("CSPA"), which provides for this Assignment of the Assigned Marks; and

WHEREAS, it is desired that the assignment of the Assigned Marks, and registrations thereof and applications therefore, be made of record in the United States Patent and Trademark Office, and any other appropriate Patent and Trademark Office;

NOW, THEREFORE, pursuant to said CSPA, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ACPG makes the following assignment and agrees as follows:

1. Assignment. ACPG hereby sells, assigns, transfers and sets over to Eastern the entire right, title and interest in and to the Assigned Marks, together with the goodwill of the business associated therewith, and the registrations thereof and applications therefore, along with that portion of the business to which the Assigned Marks pertain, and all rights to any damages and profits, due or accrued, arising out of past infringements of the Assigned Marks, and the right to sue for and recover such past infringements or any other violations of the Assigned Marks.

2. Terms. The terms and covenants of this Assignment shall inure to the benefit of Eastern, its successors, assigns and other legal representatives, and shall be binding on ACPG and its successors, assigns and other legal representatives.

3. Cooperation. ACPG agrees to execute any and all documents and to do all other lawful acts as may be required by Eastern to establish and protect the rights assigned herein.

[Signature Page Follows]

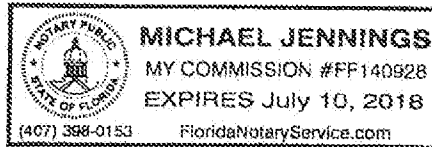
IN WITNESS WHEREOF, ACPG has executed this Trademark Assignment as of this
12th day of August, 2014.

**AVIATION CAPITAL PARTNERS GROUP,
LLC**

By: *Edward J. Weibel*
Name: EDWARD J WEIBEL
Title: MANAGING MEMBER


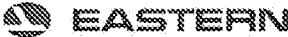


STATE OF : FLORIDA
 : SS
COUNTY OF : MIAMI DADE
Sworn to and subscribed before me
this 12th day of August, 2014.

Michael Jennings
NOTARY PUBLIC





Schedule A


Live Trademarks:

Trademark	Application No/ Application Date Registration No./ Registration Date	Goods/Services
EASTERN AIR LINES	73/426,385 May 18, 1983 1,285,593 July 10, 1984	Services -- International Class 39 -- Transportation of Persons by Air.
EASTERN  EASTERN	73/639,093 January 12, 1987 1,467,648 December 1, 1987	Services -- International Class 39 -- Transportation of Passengers by Air.
EASTERN  EASTERN	77/627,469 December 5, 2008 4,099,346 February 14, 2012	Services -- International Class 39 -- Transportation of persons by air; airline transportation passenger services featuring a frequent flyer bonus program; providing information in the field of air travel and air transportation by electronic means.
	73/684,172 September 11, 1987 1,490,543 May 31, 1988	Services -- International Class 39 -- Transportation of Passengers by Air.
	77/627,477 December 5, 2008 4,099,347 February 14, 2012	Services -- International Class 39 -- Transportation of persons by air; airline transportation passenger services featuring a frequent flyer bonus program; providing information in the field of air travel and air transportation by electronic means.
THE EASTERN EXPRESSWAY	73/652,838 April 3, 1987 1,466,632 November 24, 1987	Services -- International Class 39 -- Transportation of Passengers by Air.

Dead Trademarks:

<p>EASTERN AIR LINES Eastern Air Lines</p>	<p>77/627,567 December 5, 2008 Dead</p>	<p>Services -- International Class 39 -- Transportation of persons by air; airline transportation passenger services featuring a frequent flyer bonus program; providing information in the field of air travel and air transportation by electronic means.</p>
<p>EASTERN EXPRESS Eastern Express</p>	<p>77/627,568 December 5, 2008 Dead</p>	<p>Services -- International Class 39 -- Transportation of persons by air; airline transportation passenger services featuring a frequent flyer bonus program; providing information in the field of air travel and air transportation by electronic means.</p>
<p>EASTERN EXPRESSWAY Eastern Expressway</p>	<p>77/627,569 December 5, 2008 Dead</p>	<p>Services -- International Class 39 -- Transportation of persons by air; airline transportation passenger services featuring a frequent flyer bonus program; providing information in the field of air travel and air transportation by electronic means.</p>
<p>EASTERN SHUTTLE Eastern Shuttle</p>	<p>77/627,570 December 5, 2008 Dead</p>	<p>Services -- International Class 39 -- Transportation of persons by air; airline transportation passenger services featuring a frequent flyer bonus program; providing information in the field of air travel and air transportation by electronic means.</p>
<p>EASY GO CARGO EasyGo Cargo</p>	<p>73/484,917 June 13, 1984 1,322,584 February 26, 1985 Dead</p>	<p>Services -- International Class 39 -- the Transportation of Air Freight by Surface Carrier.</p>
<p>EXPRESS WEEKEND VACATIONS </p>	<p>73/725,182 April 28, 1988 1,464,892 January 24, 1989 Dead</p>	<p>Services -- International Class 39 -- The Transportation of Passengers by Air.</p>

GET-UP-AND-GO PASSPORT	73/456,708 December 12, 1983 1,303,153 October 30, 1984 Dead	Services -- International Class 39 -- Transportation of Passengers by Air.
GET-UP-AND-GO PASSPORT Get-Up-and-Go Passport	77/627,482 December 5, 2008 Dead	Services -- International Class 39 -- Transportation of persons, property, cargo, freight and mail by air; airline transportation passenger services featuring a frequent flyer bonus program; providing information in the field of travel and transportation by electronic means.
IONOSPHERE CLUB 	73/098,214 August 30, 1976 1,066,981 May 31, 1977 Dead	Services -- International Class 42 -- Providing Facilities for Relaxation, Reading, Television, Writing and Beverages for use by Member Air Travelers.
IONOSPHERE CLUB Ionosphere Club	77/627,464 December 5, 2008 Dead	Services -- International Class 42 -- Air transportation services featuring a frequent flyer bonus program; airline passenger services featuring transit lounge facilities for passenger relaxation.
QUICKET	73/559,026 September 19, 1985 2,404,948 August 29, 2000 Dead	Services -- International Class 39 -- Automatic Ticketing Services for Air Transportation Passengers.
QUICKET Quicket	77/627,468 December 5, 2008 Dead	Services -- International Class 39 -- Providing automated check-in and ticketing services for airline passengers via the Internet.

SHUTTLE CASH	73/735,549 July 13, 1988 1,531,307 March 21, 1989 Dead	Services -- International Class 39 -- Air Travel Services Featuring an Awards Program.
SHUTTLE CLUB	73/718,824 March 28, 1988 1,516,717 December 13, 1988 Dead	Services -- International Class 39 -- Air Travel and Transportation Services.
SKYPASS	73/633,807 December 4, 1986 1,451,377 August 4, 1987 Dead	Services -- International Class 39 -- Transportation of Passengers by Air.
SKYPASS Skypass	77/627,574 December 5, 2008 Dead	Services -- International Class 39 -- Transportation of persons by air; airline transportation passenger services featuring a frequent flyer bonus program; providing information in the field of air travel and air transportation by electronic means.
SPRINT 	73/427,885 May 27, 1983 1,293,316 September 4, 1984 Dead	Services -- International Class 39 -- Air Transportation Services Involving the Shipment of Packages on Scheduled Flights.
WINGS	73/427,883 May 27, 1983 1,284,600 July 3, 1984 Dead	Services -- International Class 36 -- Extension of Financial Credit for the Purchase of Air Transportation and Other Services.
WINGS	77/627,488	Services -- International Class 39 -- Transportation of persons,

Wings	December 5, 2008 Dead	property, cargo, freight, and mail by air; airline passenger services in the nature of frequent flyer program; providing information in the field of travel and transportation by electronic means.
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