

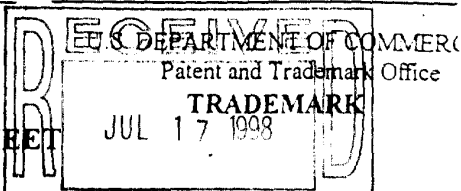
MRD 7-17-98

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

08-07-1998



3 SHEET



Our Ref: COPEN-0018

100785928

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Change of Name
Effective Date
Month Day Year
11/4/97
- Other _____

Conveying Party

____ Mark if additional names of conveying parties attached

Name General Electric Capital Corporation

Execution Date
Month Day Year
7/6/98

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization New York

Receiving Party

____ Mark if additional names of receiving parties attached

Name GE Financial Assurance Holdings, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 6604 West Broad Street

Address (line 2) Richmond, Virginia 23230

Address (line 3) _____

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

07/22/1998 DCDATES 00000088 134520 1096261

FOR OFFICE USE ONLY

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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number (212) 309-6988

Name Kerry A. Krzynowek, Esq.

Address (line 1) MORGAN, LEWIS & BOCKIUS LLP

Address (line 2) 101 Park Avenue

Address (line 3) New York, New York 10178-0060

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

1

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers are attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

DAY ONE Reg. No. 1,096,261

Number of Properties Enter the total number of properties involved.

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 40.00

Method of Payment: Enclosed Deposit Account _____

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: 13-4520

Authorization to charge additional fees: Yes No _____

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. Charges to deposit account are authorized, as indicated herein.

Kerry A. Krzynowek

Name of Person Signing



Signature

7/8/98

Date Signed

TRADEMARK ASSIGNMENT

This Assignment is made by General Electric Capital Corporation, a New York corporation, having a principal business address at 260 Long Ridge Road, Stamford, Connecticut 06927 (hereinafter "Assignor"), in favor of GE Financial Assurance Holdings, Inc., a Delaware corporation, having a principal place of business at 6604 West Broad Street, Richmond, Virginia 23230 ("Assignee").

WHEREAS, Assignor owned all right, title and interest in and to the mark DAY ONE, including the federal registration therefor, Registration No. 1,096,261 (the "Mark"), and the goodwill of the business developed through the use of the Mark;

WHEREAS, on November 4, 1997, Assignor assigned to Assignee all right, title and interest in and to the Mark, the federal registration therefor, and the goodwill of the business developed through the use of the Mark.

The parties now wish to ratify and confirm the assignment of all right, title and interest in and to the Mark, the federal registration therefor, and the goodwill of the business symbolized thereby.

Assignment

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which the parties acknowledge, Assignor confirms that it assigned to Assignee, as of November 4, 1997, the entire right, title, and interest in and to the Mark and the registration therefor, including the right to sue for past and future infringement, together with the goodwill of the business symbolized by the Mark, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

Signed this 6th day of JULY 1998.

GENERAL ELECTRIC CAPITAL CORPORATION

By: 
Name: Michael D. Fraizer
Title: Senior Vice President

W01A/18U294.1