

RECORDATION FORM
TRADEMARK



100964697

Commissioner of Patents and Trademarks: Please record the a

1. Name of conveying party(ies):
Babson-United Investment Advisors, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-Commonwealth of Massachusetts
- Other _____

2. Name and address of receiving party(ies):
Babson-United, Inc.
101 Prescott Street
Wellesley Hills, Massachusetts 02481-7528

- Individual(s) Citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-Commonwealth of Massachusetts
- Other _____

Additional name(s) attached? Yes No

2-11-99

If the assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No

Additional names/addresses attached? Yes No

3. Nature of conveyance:
 Assignment
 Merger
 Security Agreement
 Change of Name
 Other:

Effective Date: **October 1, 1998**

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s):

B. Trademark No.(s):

- 850,627 - A MAN'S JUDGMENT IS NO...
- 853,671 - Design of an Eagle
- 1,208,201 - BABSON'S
- 1,518,850 - UNITED & BABSON GRAPHIC GUIDE
- 1,520,818 - UNITED & BABSON INVESTMENT REPORT
- 1,522,572 - THE BABSON REPORT
- 1,812,128 - YOUR JUDGEMENT IS NO BETTER...
- 1,822,702 - U&B'S 1992 GRAPHIC GUIDE

Additional numbers attached? Yes No

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

Sean F. Heneghan, Esq.
Fish & Richardson P.C.
225 Franklin Street
Boston, MA 02110-2804

6. Total number of applications and registrations involved: **8**

7. Total fee (37 CFR 3.41): **\$215**
 Enclosed
 Authorized to charge deposit account

215E

02/12/1999 DNGUYEN 00000301 850627

01 FC:481 40.00 DP
02 FC:482 175.00 DP

"EXPRESS MAIL" Mailing Label Number **EL 245473289 US**

Date of Deposit February 10, 1999
I hereby certify under 37 CFR 1.10 that this correspondence is being deposited with the United States Postal Service as "Express Mail Post Office To Addressee" with sufficient postage on the date indicated above and is addressed to the Assistant Commissioner for Patents, Washington, D.C. 20231.

Daniel S. STRADEMARK

8. Deposit account number: **06-1050**
If the fee above is being charged to deposit account, a duplicate copy of this cover sheet is attached. Please apply any additional charges, or any credits, to our Deposit Account No. 06-1050.____

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 the attached is the original document.*

Sean F. Heneghan, Esq._____

Name of Person Signing


Signature

2/10/98
Date

Total number of pages including cover sheet, attachments, and document: **6**

TRADEMARK ASSIGNMENT

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, Babson-United Investment Advisors, Inc., a corporation duly organized and existing under the laws of the Commonwealth of Massachusetts and having a place of business at Babson United Building, 101 Prescott Street, Wellesley Hills, Massachusetts 02481-7528 (hereinafter "ASSIGNOR"), has adopted, used and is using the Trademarks and the respective Trademark Registrations and Trademark Applications (hereinafter collectively "the Trademarks"), the short particulars of which are set forth in the Schedule hereto, and

WHEREAS, Babson-United, Inc., a corporation duly organized and existing under the laws of the Commonwealth of Massachusetts and having a place of business at Babson United Building, 101 Prescott Street, Wellesley Hills, Massachusetts 02481-7528 (hereinafter "ASSIGNEE"), is desirous of acquiring the Trademarks;

NOW, THEREFORE, IT IS HEREBY AGREED:

1. In consideration of the sum of One Dollar (\$1.00) and other good valuable considerations to it in hand paid, the receipt of which is hereby acknowledged, ASSIGNOR does hereby sell, assign and transfer unto ASSIGNEE the entire right, title and interest in and to the Trademarks, subject to the reservation below, together with the good will of the

business in connection with which the Trademarks are used.

2. ASSIGNOR shall do all acts and execute all documents which may be reasonably required by ASSIGNEE in order to effect the assignment of the Trademarks and to ensure that the applications shall proceed in the name of ASSIGNEE and the registrations be granted to ASSIGNEE

This Assignment is effective from October 1st, 1998.

IN WITNESS WHEREOF, ASSIGNOR has caused this instrument to be executed by its duly authorized officer and has caused its corporate seal to be affixed this 8th day of February, 1999.

Babson-United Investment Advisors, Inc.
(ASSIGNOR)

By Richard L. Babson
Richard L. Babson
Its Chairman of the Board of
Directors and President

[Seal]

NOTARIAL ACKNOWLEDGEMENT

Commonwealth of : Massachusetts
: ss.
County of Norfolk :

Then personally appeared before me this 8th day of February, 1999, and

made oath that he is the Chairman of the Board of Directors and President of Babson-United Investment Advisors, Inc., (ASSIGNOR), a corporation organized and doing business under the laws of the Commonwealth of Massachusetts, that he is duly authorized and appointed by the said corporation to set the signature and seal of said corporation to the within instrument of assignment and sale, and acknowledged the same to be the free act and deed of said corporation; and that the seal hereto affixed is the seal of the said corporation.

Mary H. McCaskey
Notary Public
My Commission Expires 2/22/02

[Notary's Seal]

353812.B11

Schedule of U.S. Trademarks

<u>Mark</u>	<u>Req. No.</u>	<u>Req. Date</u>
A MAN'S JUDGMENT IS NO BETTER THAN HIS INFORMATION	850,627	06/11/1968
BABSON'S	1,208,201	09/14/1982
Design of an Eagle	853,671	07/30/1968
THE BABSON REPORT	1,522,572	01/31/1989
U&B'S 1992 GRAPHIC GUIDE	1,822,702	02/22/1994
UNITED & BABSON GRAPHIC GUIDE	1,518,850	01/03/1989
UNITED & BABSON INVESTMENT REPORT	1,520,818	01/17/1989
YOUR JUDGMENT IS NO BETTER THAN YOUR INFORMATION	1,812,128	12/21/1993

Schedule of Foreign Marks

<u>Mark</u>	<u>Req. No.</u>	<u>Req. Date</u>
<u>Canada</u>		
THE BABSON REPORT	365419	02/16/1990
<u>UK</u>		
BABSON'S	1575635	09/22/1995
UNITED & BABSON INVESTMENT REPORT	A1335799	08/20/1987