

68-99

TRADEMARKS ONLY

Patent and Trademark Office

Tab settings

06-10-1999

To the Honorable Commissioner of F

attached original documents or copy thereof.

1. Name of conveying party(ies):

address of receiving party(ies):

Congress Financial Corporation, 101060148
1133 Avenue of the Americas
New York, NY 10036

CIT Group Commercial Services

Internal Address:

Street Address: 1211 Avenue of the Americas

City: New York State: NY ZIP: 10036

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

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State New York
Other

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

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: 3/31/99

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1897588
1898164

Additional numbers attached? Yes No

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

6. Total number of applications and registrations involved: 2

Name:

Internal Address:

7. Total fee (37 CFR 3.41): \$ 65.00

- Enclosed
Authorized to be charged to deposit account

Return To
National Corporate Research, LTD.
225 W. 34th St., Suite 910
New York, N.Y. 10122
(800) 221-0102 (212) 947-7200

8. Deposit account number:

City: State: ZIP:

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

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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.

Christine Dery
Name of Person Signing

Christine Dery
Signature

5/5/99
Date

Total number of pages comprising cover sheet: 4

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

06/10/1999 DNGUYEN 00000058 1897588

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

01 FC:481
02 FC:482

40.00 OP
25.00 OP

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TRADEMARK

REEL: 001909 FRAME: 0373

ASSIGNMENT OF INTEREST IN TRADEMARK ASSIGNMENT

WHEREAS, The Basketball Marketing Company, Inc., a Delaware corporation ("Debtor"), with its principal place of business at 919 Conestoga Road, Building No. 1, Suite 100, Rosemont, Pennsylvania 19010 entered into a Trademark Collateral Assignment and Security Agreement (the "Trademark Agreement") dated April 11, 1997 with Congress Talcott Corporation ("Talcott"), having an office at 1133 Avenue of the Americas, New York, New York 10036 to secure payment of obligations of Debtor to Talcott; and

WHEREAS, an executed copy of the Trademark Agreement was filed at the United States Patent and Trademark Office in Reel 1578, Frame 0762 on April 25, 1997; and

WHEREAS, Talcott has been merged into Congress Financial Corporation ("Congress") and that effective on the close of business on _____, 1999 Congress will be transferring certain assets to The CIT Group/Commercial Services, Inc. ("CIT"), including all of Congress' right, title and interest in the Trademark Agreement;

WHEREAS, CIT has requested that Congress assign its interest in the trademarks listed on Exhibit A annexed hereto as part of the transfer of assets;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Congress hereby:

1. assigns to CIT any and all liens, security interests, right, title and interest of Congress pursuant to the Trademark Agreement including, without limitation, its interest in the trademarks which are described more fully on Exhibit A, without recourse or representation or warranty, express or implied; and

2. authorizes and requests the Commissioner of Patents and Trademarks of the United States of America to note and record the existence of the assignment hereby given.

IN WITNESS WHEREOF, Congress has caused this Assignment to be signed by its duly authorized officer as of this 31st day of MARCH, 1999.

Very truly yours,

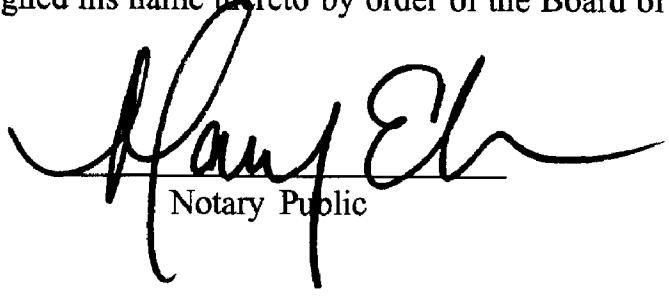
CONGRESS FINANCIAL CORPORATION
(as successor in interest to
Congress Talcott Corporation)

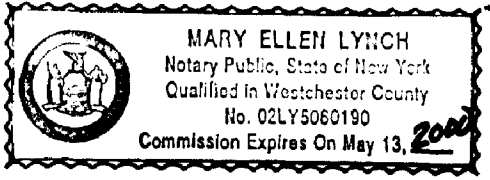
By: Keith M. Sauer

Title: Vice President

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 31st day of March 1999, before me personally came Kevin McGarry, to me known, who stated that he is the Vice President of CONGRESS FINANCIAL CORPORATION, the corporation described in and which executed the foregoing instruments; and that he signed his name thereto by order of the Board of Directors of said corporation.


Notary Public



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RECORDED: 06/08/1999

TRADEMARK
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