FORM PTO-1618A Expires 06/30/99 OMB 0651-0027 07-14-1999



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Conveying Party	Mark if additional names of conveying parties attached Execution Date			
Name Coopers & Lybrand (U.S.A.) Formerly	Month Day Year			
Individual X General Partnership Limited Partnership Corporation Association				
Other				
Citizenship/State of Incorporation/Organization New York				
Receiving Party Mark if additional names of receiving parties attached				
wark if additional names of receiving parties attached				
Name PricewaterhouseCoopers, LLI				
DBA/AKA/TA				
Composed of				
Address (line 1) 1301 Avenue of the Americas				
Address (line 2)				
Address (line 3) New York	New York 10019			
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Address (line 1)	Brown Raysman Millstein Feld	er & Steiner LLP		
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Trac	demark Application Number(s)	1,769,120		
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ASSIGNMENT

WHEREAS, Coopers & Lybrand (U.S.A.) ("Assignor"), a partnership formed and existing under the laws of the State of New York, with a place of business at 1251 Avenue of the Americas, New York, New York 10020, has adopted for its business the trademark COMPSTRATEGIST which mark is the subject of United States Patent and Trademark Office Registration No. 1,769,120 (the "Mark"); and

WHEREAS, PricewaterhouseCoopers, LLP ("Assignce"), a limited liability partnership formed and existing under the laws of the State of Delaware, with a place of business at 1301 Avenue of the Americas, New York, New York 10019, desires to acquire the Mark and the goodwill of the business associated therewith.

NOW, THEREFORE, in consideration of and in exchange for the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee the entire right, title and interest in and to the Mark, together with the goodwill of the business symbolized thereby, and the U.S. registration thereof, No. 1.769,120, and the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with any and all past, present or future infringements or dilution of or damage or injury to said Mark or the registration thereof or such associated goodwill.

Executed at New York, New York this 4 day of May, 1999

Coopers & Lybrand (U.S.A.)

Jack L. Lederer

Principal

BRMPS1 135610.07

RECORDED: 05/06/1999

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