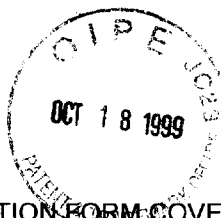


MRD 10.18.99

FD

FORM PCT-1618A
Expires 6/30/99
OMB 0651-0027

U.S. Department of Commerce
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10-21-1999



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- Security Agreement
- Merger
- Change of Name
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Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
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- Association
- Other

Citizenship/State of Incorporation/Organization

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Name

DBA/AKA/TA

Composed of

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01 FC:481 40.00 OP
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Address (line 2)

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

3

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

Mark if additional numbers 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)

Number of Properties

Enter the total number of properties involved.

#1

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$45.00

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Deposit Account

(enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#23-1925

Authorization to charge additional fees:

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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 deposition account are authorized, as indicated herein.

Barbara A. Larsen

Barbara A. Larsen

10/13/99

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARKS/SERVICE MARKS FROM SUNAMERICA
INC. (AS SUCCESSOR TO SUN LIFE GROUP OF AMERICA, INC.) TO
SUNAMERICA HOLDINGS, INC.

WHEREAS, SunAmerica Inc. (as successor to Sun Life Group of America, Inc.), a Maryland corporation, having its principal place of business at One SunAmerica Center, Century City, Los Angeles, California 90067-6022 (Assignor), has adopted, used, and is the owner of the trademarks and/or service marks as shown on Schedule A hereto (hereinafter, the "Marks");

WHEREAS, SunAmerica Holdings, Inc. (Assignee), a Delaware corporation, having its principal place of business at One SunAmerica Center, Century City, Los Angeles, California 90067-6022, is desirous of acquiring the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee, and its successors in interest, *nunc pro tunc*, effective as of December 31, 1998, all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks and any applications and registrations therefor, and including all common-law and other rights in the Marks, all claims, demands and causes of action, both at law and in equity, that Assignor may have, or may hereinafter acquire, on account of any infringement of the Marks and any applications and registrations therefor prior to December 31, 1998, and does hereby empower Assignee, and its successors in interest, to sue for and collect the same, to its and their own and absolute use.

SCHEDULE A

SUNAMERICA INC. (as successor to Sun Life Group of America, Inc.)

Mark	Registration No. Serial No.	Issue Date Filing Date
S and Design	1,218,580 73/224,967	July 26, 1979 November 30, 1982