

11-18-1999



101204009

**St. Paul Fire and Marine
Insurance Company**
Legal Services
5801 Centennial Way, MC 46
Baltimore, MD 21209

*MRO
11.9.99*

(410) 205-6322

November 4, 1999

Commissioner of Patents & Trademarks
Box Assignments
Washington, DC 20231

Re: Trademark Assignments

Dear Sir/Madam:

The St. Paul Companies, Inc. hereby submits for recording a true copy of Assignments of Service Mark Registration from The St. Paul Companies, Inc. to Fidelity and Guaranty Life Insurance Company to evidence the assignment of the marks shown below from The St. Paul Companies, Inc. to Fidelity and Guaranty Life Insurance Company.

Assignor: The St. Paul Companies, Inc.. (As
Assignee of USF&G Corporation)

Assignee: Fidelity and Guaranty Life Insurance
Company (A Maryland Corporation)
100 East Pratt Street
Baltimore, MD 21202

Transaction: Assignment

Executed: October 12, 1999

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00000223
DMSUYEH
17/1999
40.00 DP
200.00 DP
5.00 DP
01 FC:481
02 FC:482
03 FC:198

Trademarks: Wealthmaster
Registration No. 1,945,872
Registration Date January 2, 1996

Fidelity and Guaranty Life Insurance
Company and Design
Registration No. 1,299,867
Registration Date October 9, 1984

Prosperity
Registration No. 2, 205,947
Registration Date November 24, 1998

Maximus
Registration No. 1,855,960
Registration Date September 27, 1994

Life in a Box
Registration No. 1,854,301
Registration Date September 13, 1994

Intrepid
Registration No. 1,951,233
Registration Date January 23, 1996

F&G and Design
Registration No. 1,308,315
Registration Date December 4, 1984

F&G Life Insurance
Registration No. 1,763,272
Registration Date April 6, 1993

F&G Annuity
Registration No. 1,531,241
Registration Date March 21, 1989

All correspondence regarding the recordation of these assignments should be directed to:

Christina M. Fiorino
Corporate Counsel
The St. Paul Companies, Inc.
5801 Smith Avenue, MC46
Baltimore, MD 21209
(410) 205-6322.

A filing fee in the amount of \$245.00 is enclosed herewith to cover the recordation for the registrations identified herein.

To the best of my knowledge and belief, the information contained herein is correct.

Sincerely,


Christina M. Fiorino
Counsel

CMF:kfs
Encls.

Assignment of Service Mark Registration

WHEREAS, The St. Paul Companies, Inc. of 385 Washington Street, St. Paul, Minnesota, has adopted, used and is using the mark Wealthmaster, which is registered in the United States Patent and Trademark Office, Registration No. 1,945,872, dated January 2, 1996; and

WHEREAS, Fidelity and Guaranty Life Insurance Company, of 100 E. Pratt Street, Baltimore, Maryland, is desirous of acquiring said mark and the registration thereof, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, The St. Paul does hereby assign unto the said F&G Life all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark and the above identified registration thereof, along with the right to recover for damages and profits for past infringements thereof.

The St. Paul Companies, Inc.

By: Sandra Ulsaker Wiese

Name: Sandra Ulsaker Wiese

Title: Corporate Secretary

Date: October 12, 1999

State of Minnesota

County of Ramsey

On this 12th day of October, 1999, before me appeared Sandra Ulsaker Wiese, the person who signed this instrument, who acknowledged that he/she signed it as a free act on behalf of the identified corporation with authority to do so.

Teri L. Heltné



Assignment of Service Mark Registration

WHEREAS, The St. Paul Companies, Inc. of 385 Washington Street, St. Paul, Minnesota, has adopted, used and is using the mark Fidelity and Guaranty Life Insurance Company and Design, which is registered in the United States Patent and Trademark Office, Registration No. 1,299,867, dated October 9, 1984; and

WHEREAS, Fidelity and Guaranty Life Insurance Company, of 100 E. Pratt Street, Baltimore, Maryland, is desirous of acquiring said mark and the registration thereof, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, The St. Paul does hereby assign unto the said F&G Life all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark and the above identified registration thereof, along with the right to recover for damages and profits for past infringements thereof.

The St. Paul Companies, Inc.

By: Sandra Ulsaker Wiese

Name: Sandra Ulsaker Wiese

Title: Corporate Secretary

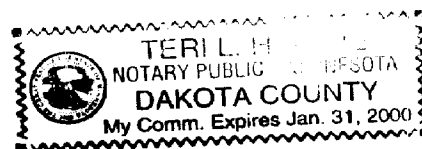
Date: October 12, 1999

State of Minnesota

County of Ramsey

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Teri L. Helme



Assignment of Service Mark Registration

WHEREAS, The St. Paul Companies, Inc. of 385 Washington Street, St. Paul, Minnesota, has adopted, used and is using the mark "Prosperity", which is registered in the United States Patent and Trademark Office, Registration No. 2,205,947, dated November 24, 1998; and

WHEREAS, Fidelity and Guaranty Life Insurance Company, of 100 E. Pratt Street, Baltimore, Maryland, is desirous of acquiring said mark and the registration thereof, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, The St. Paul does hereby assign unto the said F&G Life all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark and the above identified registration thereof, along with the right to recover for damages and profits for past infringements thereof.

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Name: Sandra Ulsaker Wiese

Title: Corporate Secretary

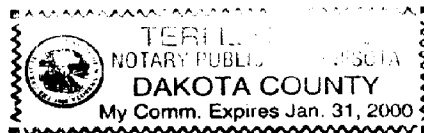
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Jerry K. Helmer



Assignment of Service Mark Registration

WHEREAS, The St. Paul Companies, Inc. of 385 Washington Street, St. Paul, Minnesota, has adopted, used and is using the mark "Maximus", which is registered in the United States Patent and Trademark Office, Registration No. 1,855,960, dated September 27, 1994; and

WHEREAS, Fidelity and Guaranty Life Insurance Company, of 100 E. Pratt Street, Baltimore, Maryland, is desirous of acquiring said mark and the registration thereof, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, The St. Paul does hereby assign unto the said F&G Life all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark and the above identified registration thereof, along with the right to recover for damages and profits for past infringements thereof.

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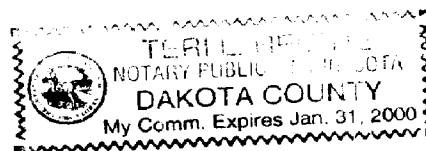
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Seri A. Helbre



Assignment of Service Mark Registration

WHEREAS, The St. Paul Companies, Inc. of 385 Washington Street, St. Paul, Minnesota, has adopted, used and is using the mark "Life in a Box", which is registered in the United States Patent and Trademark Office, Registration No. 1,854,301, dated September 13, 1994; and

WHEREAS, Fidelity and Guaranty Life Insurance Company, of 100 E. Pratt Street, Baltimore, Maryland, is desirous of acquiring said mark and the registration thereof, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, The St. Paul does hereby assign unto the said F&G Life all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark and the above identified registration thereof, along with the right to recover for damages and profits for past infringements thereof.

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Title: Corporate Secretary

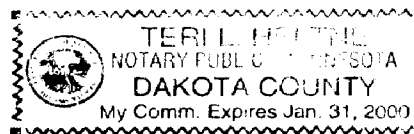
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State of Minnesota

County of Ramsey

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Teri L. Helmer



Assignment of Service Mark Registration

WHEREAS, The St. Paul Companies, Inc. of 385 Washington Street, St. Paul, Minnesota, has adopted, used and is using the mark "Intrepid", which is registered in the United States Patent and Trademark Office, Registration No. 1,951,233, dated January 23, 1996; and

WHEREAS, Fidelity and Guaranty Life Insurance Company, of 100 E. Pratt Street, Baltimore, Maryland, is desirous of acquiring said mark and the registration thereof, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, The St. Paul does hereby assign unto the said F&G Life all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark and the above identified registration thereof, along with the right to recover for damages and profits for past infringements thereof.

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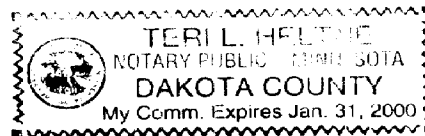
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Teri L. Heltnie



Assignment of Service Mark Registration

WHEREAS, The St. Paul Companies, Inc. of 385 Washington Street, St. Paul, Minnesota, has adopted, used and is using the mark "F&G and Design", which is registered in the United States Patent and Trademark Office, Registration No. 1,308,315, dated December 4, 1984; and

WHEREAS, Fidelity and Guaranty Life Insurance Company, of 100 E. Pratt Street, Baltimore, Maryland, is desirous of acquiring said mark and the registration thereof, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, The St. Paul does hereby assign unto the said F&G Life all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark and the above identified registration thereof, along with the right to recover for damages and profits for past infringements thereof.

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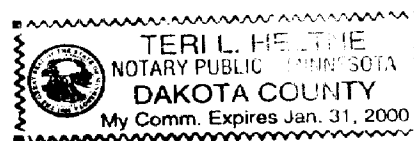
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Teri L. Helme



Assignment of Service Mark Registration

WHEREAS, The St. Paul Companies, Inc. of 385 Washington Street, St. Paul, Minnesota, has adopted, used and is using the mark "F&G Life Insurance", which is registered in the United States Patent and Trademark Office, Registration No. 1,763,272, dated April 6, 1993; and

WHEREAS, Fidelity and Guaranty Life Insurance Company, of 100 E. Pratt Street, Baltimore, Maryland, is desirous of acquiring said mark and the registration thereof, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, The St. Paul does hereby assign unto the said F&G Life all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark and the above identified registration thereof, along with the right to recover for damages and profits for past infringements thereof.

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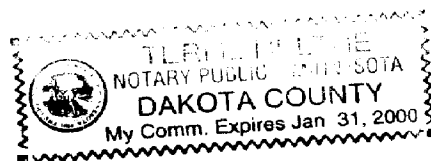
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Sandra Ulsaker Wiese



Assignment of Service Mark Registration

WHEREAS, The St. Paul Companies, Inc. of 385 Washington Street, St. Paul, Minnesota, has adopted, used and is using the mark "F&G Annuity", which is registered in the United States Patent and Trademark Office, Registration No. 1,531,241, dated March 21, 1989; and

WHEREAS, Fidelity and Guaranty Life Insurance Company, of 100 E. Pratt Street, Baltimore, Maryland, is desirous of acquiring said mark and the registration thereof, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, The St. Paul does hereby assign unto the said F&G Life all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark and the above identified registration thereof, along with the right to recover for damages and profits for past infringements thereof.

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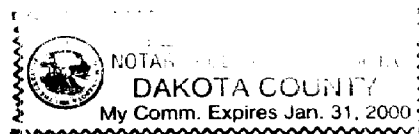
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David Helmer

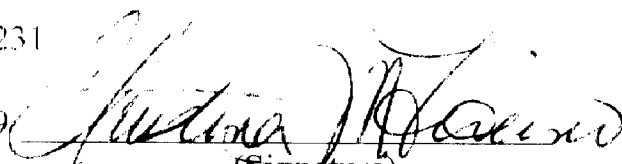


CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service with sufficient postage as first-class mail in an envelope addressed to:

Commissioner for Patents and Trademarks
Box Assignment
Washington, DC 20231

on November 5, 1999
(Date)


(Signature)

Christina M. Fiorino, Corporate Counsel
(Typed or printed name of person signing certificate)