

04/27/00

06-15-2000

To the Honorable Commissioner of P



or copy hereof.

1. Name of conveying party(ies):
The Jack Morton Company

04-27-2000
U.S. Patent & TMO/TM Mail Rpt Dt. #61

101353966

ing party(ies):

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

Address: 800 South Frederick Avenue, Suite 102
Gaithersburg, Maryland 20877

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

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

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

Execution Date: April 12, 2000

(Designations must be a separate document from Assignment)

Additional name(s) & addresses attached?
 Yes No

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

A. Trademark Application No.(s)
75/742,741

B. Trademark Registration No.(s).

Additional Numbers attached? Yes No

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

Name: Susan Upton Douglass
Internal Address: Fross Zelnick Lehrman & Zissu, P.C.
Street Address: 866 United Nations Plaza
City: New York State: NY Zip: 10017

6. Total number of applications and registration involved: ... 1

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed
 Authorized to be charged to deposit account
(Only if total fee is not sufficient)

8. Deposit account number:

23-0825-0576900

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

05/09/2000 JJALLAH2 00000005 75742741

01 FC:481

(40.00 DR)

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 any attached copy is a true copy of the original document.

Susan Upton Douglass

April 25, 2000

Name of Person Signing

Signature

Date

Total number of pages comprising cover sheet:

WHEREAS, THE JACK MORTON COMPANY, a corporation organized and existing under the laws of the State of Delaware located at 641 Avenue of the Americas, New York, New York 10011 ("**Assignor**"), is the owner of the trademarks listed in the attached schedule (hereinafter, the "**Trademarks**");

and WHEREAS, JMP HOLDING COMPANY, INC., a corporation organized and existing under the laws of the State of Delaware, located at 800 South Frederick Avenue, Suite 102, Gaithersburg, Maryland 20877 ("**Assignee**"), is desirous of acquiring the Trademarks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the above-named registrations therefor, and with all claims arising out of or relating to the use or ownership of the Trademarks.

~~THE JACK MORTON COMPANY~~

By: 

Name: Robert B. Wolfe

Title: Sr. VP, Treasurer and Asst. Secretary

Date of Signature: 4/12/00

\\WEISS\VOL2\HOME\PBOISSON\DOCS\990910-JHC assignment 2.doc