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TO THE ASSISTANT COMMISSIONER OF PATENTS AND TRADEMARKS: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): (If multiple assignors, list numerically)

Pacific Risk Management Insurance Services

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - State of California
- Other:

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

2. Name and address of receiving party(ies):

Name: Pacific Life Insurance Company
Internal Address:
Street Address: 700 Newport Center Drive
City: Newport Beach **State:** California **ZIP:** 92660

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - State of California
- Other:

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) and address(es) attached?
 Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) January 20, 2000

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

- a. Trademark Application No(s):
- b. Trademark Registration No(s):
2,186,983

Additional numbers attached? Yes No

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

Name: Stacey R. Halpern
KNOBBE, MARTENS, OLSON & BEAR, LLP
Customer No. 20,995
Internal Address: Sixteenth Floor
Street Address: 620 Newport Center Drive
City: Newport Beach **State:** CA **ZIP:** 92660
Attorney's Docket No.: PAC1001.001CN

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of applications and registrations involved: 1

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.

Stacey R. Halpern
Name of Person Signing

Signature

June 27, 2000
Date

Total number of pages including cover sheet, attachments and document: 3

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

08/01/2000 DNGUYEN 00000147 2186983

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062200

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

TRADEMARK ASSIGNMENT

This Trademark Assignment (hereinafter referred to as "Assignment") is effective as of the 20th day of JAN, 2000, ~~1999~~, by and between Pacific Risk Management Insurance Services, a California corporation having a place of business at 775 Sunrise Avenue, Suite 230, Roseville, California 95661-4523 (hereinafter referred to as "ASSIGNOR"), and Pacific Life Insurance Company, a California corporation having a place of business at 700 Newport Center Drive, Newport Beach, California 92660-6397 (hereinafter referred to as "ASSIGNEE").

WHEREAS, ASSIGNOR has adopted, used, is using, and is, to the best of its knowledge and belief, the owner of the trademark listed in Schedule A, attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, causes of action, and the right to recover for past infringement (hereinafter collectively referred to as "Trademark");

WHEREAS, ASSIGNOR has acquired goodwill associated with and symbolized by said Trademark and has not abandoned the same;

WHEREAS, ASSIGNOR is the owner of the federal trademark registration relating to the Trademark listed in Schedule B, attached hereto and incorporated herein by reference (hereinafter collectively referred to as "Registration");

WHEREAS, ASSIGNEE is desirous of acquiring all rights, title, and interest in and to the Trademark and Registrations; and

WHEREAS, ASSIGNOR is willing to assign to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the Trademark and Registration;

ASSIGNOR will immediately begin phasing out the use of the term "PACIFIC RISK MANAGEMENT INSURANCE SERVICES", will cease and desist all use of the name PACIFIC RISK MANAGEMENT for any purpose within a six-month period of time, and ASSIGNOR will identify the company solely as PRM Insurance Services, without reference to the meaning of the initials;

NOW, THEREFORE, for good and adequate consideration of \$7,500, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby assigns and sells to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the following:

- (1) the Trademark set forth in Schedule A; and
- (2) the Registration set forth in Schedule B;

together with the goodwill symbolized by said Trademark and Registration by ASSIGNOR concurrent with the transfer of certain tangible assets as indicia of said goodwill.

Executed at 775 Sunrise Avenue, Suite 230, Roseville, California 95661-4523, this 20th day of JAN, 2000, ~~1999~~.

PACIFIC RISK MANAGEMENT INSURANCE SERVICES
a California corporation having a place of business at 775 Sunrise Avenue, Suite 230, Roseville, California 95661-4523

By: Gene M. Marsh

Name: Gene M. Marsh

Title: PRESIDENT + CEO

SCHEDULES TO TRADEMARK ASSIGNMENT

SCHEDULE A

Mark: PACIFIC RISK MANAGEMENT

SCHEDULE B

Federal Trademark Registration:

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>INTL. CLASS</u>
PACIFIC RISK MANAGEMENT	2,186,983	September 1, 1998	36

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