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

07-18-2000

08-21-2000

DEPARTMENT OF COMMERCE  
Patent and Trademark Office  
**TRADEMARK**

U.S. Patent & TMO's/TM Mail Rcpt Dt. #22



**RECORDATION  
TRADEMARK**

101437729

7.18.00

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

**Submission Type**

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

**Conveyance Type**

- Assignment  License
- Security Agreement
- Merger Effective Date  
Month Day Year  
December 31, 1999
- Change of Name
- Other \_\_\_\_\_

**Conveying Party**

Mark if additional names of conveying parties attached

Name Phoenix Capital Holding Inc.  
Formerly \_\_\_\_\_

Execution Date  
Month Day Year  
December 31, 1999

- Individual  General Partnership  Limited Partnership  Corporation
- Association  Other
- Citizenship/State of Incorporation/Organization Illinois

**Receiving Party**

Mark if additional names of receiving parties attached

Name Centurion Capital Group Inc.  
DBA/AKA/TA \_\_\_\_\_  
Composed of \_\_\_\_\_  
Address (line 1) 875 Prospect Street  
Address (line 2) La Jolla, California  
Address (line 3) \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached
- Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Arizona

FOR OFFICE USE ONLY

08/18/2000 NTHAI1 00000124 2218583

01 FC:481 40.00 OP  
02 FC:482 25.00 OP

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231

**TRADEMARK**  
**REEL: 002123 FRAME: 0212**

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name \_\_\_\_\_

Address (line 1) \_\_\_\_\_

Address (line 2) \_\_\_\_\_

Address (line 3) \_\_\_\_\_

Address (line 4) \_\_\_\_\_

**Correspondent Name and Address**

Area Code and Telephone Number (202) 467-7762

Name Jason I. Hewitt, Esq.

Address (line 1) Morgan, Lewis & Bockius LLP

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036-5869

**Pages**

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

# 2

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

Trademark Application Number(s)

Registration Number(s)

2,218,583  
1,739,199

**Number of Properties** Enter the total number of properties involved.

# 2

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

\$ 65.00

Method of Payment: Enclosed

Deposit Account \_\_\_\_\_

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

Deposit Account Number: 13-4520

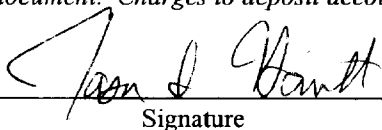
Authorization to charge additional fees: Yes  No

**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 deposit account are authorized, as indicated herein.*

Jason I. Hewitt

Name of Person Signing

  
Signature

7/18/2000

Date Signed

TRADEMARK ASSIGNMENT

This Trademark Assignment is made on this 31st day of December, 1999, by Phoenix Capital Holdings Inc. (formerly Centurion Capital Corporation), an Illinois corporation, having a principal business address at 875 Prospect Street, La Jolla, California, (hereinafter "Assignor"), in favor of Centurion Capital Group Inc., an Arizona corporation, having a principal business address at 875 Prospect Street, La Jolla, California, (hereinafter "Assignee").

WHEREAS, Assignor is the owner of all right, title and interest in and to the marks listed on the attached Schedule A (hereinafter "Marks"), the federal registrations therefor, and the goodwill developed through the use of the Marks;

WHEREAS, Assignee is desirous of acquiring all rights to the Marks, "Centurion" and "Strategic Defensive Investing," and the registrations therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee, the entire right, title, interest in and to the Trademarks and the registrations therefor as identified on Schedule A and the goodwill of the business connected with the Trademarks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

Signed this 31st of December 1999.

PHOENIX CAPITAL HOLDINGS, INC.

By: 

Name: Robert W. Doede

Title: President

**Schedule A**

**MARK**

**REGISTRATION NO.**

**Centurion**

**2,218,583**

**Strategic Defensive Investing**

**1,739,199**