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09-25-2000

U.S. Patent & TMO/TM Mail Rcp: Dt. #25

To the Honorable Commissioner of Patents and Trademarks.  
Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
Harbor Universal, Inc.

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State      DEL  
 Other \_\_\_\_\_

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

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

2. Name and address of receiving party(ies):  
Name: Credit Manager's Ass'n of California

Internal Address: \_\_\_\_\_  
Street Address: 40 E. Verdugo Avenue  
City: Burbank State: CA ZIP: 91502

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

If assignee is not domiciled in the United States a domestic representative designation is attached:  
 Yes       No  
(Designation must be a separate document from Assignment)

Execution Date: August 8, 1996      Yes       No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,005,808  
1,016,922

Additional numbers attached?       Yes       No

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

Name: Kimberly K. Baxter  
Internal Address: 4800 IDS Center  
80 South Eighth Street  
Minneapolis, Minnesota 55402-2100  
Street Address: 4800 IDS Center  
80 South Eighth Street  
City: Minneapolis State: MN 55402-2100

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41):      \$ 65.00  
 Enclosed  
 Authorized to be charged to deposit account

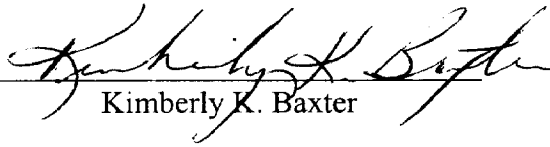
8. Deposit Account Number: 16-0631  
(Attached duplicate copy of this page if paying by deposit account)

**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.*

Name of Person Signing:

  
Kimberly K. Baxter

9/22/00

Date

Total number of pages comprising cover sheet: 02

OMB No. 0651-0011 (exp. 4/94)

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**Do not detach this portion**

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

**Assistant Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, Virginia 22202-3513**

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

**ASSIGNMENT OF U.S. TRADEMARKS**

WHEREAS, HARBOR UNIVERSAL, INC. ("Assignor"), is the owner of the registrations of the marks identified on the attached Schedule A (the "Marks");

WHEREAS, CREDIT MANAGERS ASSOCIATION OF CALIFORNIA, as Assignee for the Benefit of the Creditors of Assignor ("Assignee"), must obtain all rights in and to the Marks and the registrations thereof; and

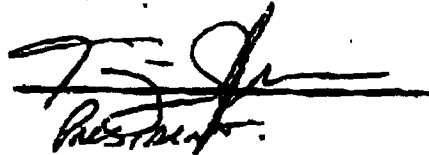
WHEREAS, the parties have entered into a General Assignment dated August 8, 1996.

NOW, THEREFORE, in accordance with the terms of the General Assignment, Assignor hereby transfers, conveys and assigns to Assignee, all right, title and interest throughout the world in and to the Marks, all registrations and applications, if any, therefor, the right to recover for past infringement, and the good will of the business in connection with which they are or have been used.

IN WITNESS WHEREOF, Assignor has caused this document to be executed the 8th day of August, 1996.

HARBOR UNIVERSAL, INC.

By:



**REGISTRATION**

**REGISTRATIONS**

<b>MARK</b>	<b>REGISTRATION NUMBER</b>
<b>HARBOR</b>	<b>1,005,808</b>
<b>BENEDETTI</b>	<b>1,016,922</b>

38254001.A17/PB

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TOTAL P.14