




101534997

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

1. Name(s) of conveying part: 
 Walden-Hays, Inc.

Individual(s)
 General Partnership
 Corporation of New York

Other: _____

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

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

Other: _____

Execution Date: November 15, 1999

2. Name(s) and address(es) of receiving party(ies):
 Name: Ameritrade Holding Corporation
 Address: 135 National Business Parkway
Annapolis Junction, Maryland

Individual(s)
 Association
 General Partnership
 Limited Partnership
 Corporation of Delaware
 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)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
75/558,816

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: Julia Anne Matheson
 Address: Finnegan, Henderson, Farabow,
Garrett & Dunner, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3315

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account
 Authorized to be charged to deposit account only if fee is deficient

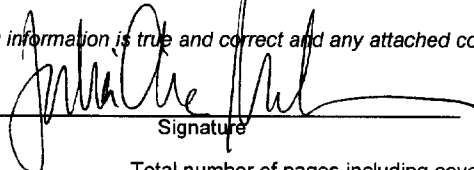
8. Deposit account number:
06-0916

000000 MTRAIL 00000142 75558816
40.00 BP

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.

Julia Anne Matheson
 Name of Person Signing


 Signature

November 2, 2000
 Date

Total number of pages including cover sheet, attachments, and document: 2

GENERAL TRADEMARK ASSIGNMENT

WHEREAS, WALDEN HAYS, INC. a New York corporation, having its place of business at 853 Broadway, New York, NY (hereinafter called "Assignor"), has established certain rights in the United States in and to the trademark FREETRADE.COM (together with any trademark registrations therefor, hereinafter "Trademark"); and

[Handwritten signature]
Delaware

WHEREAS, AMERITRADE HOLDING CORPORATION a ~~Nebraska~~ corporation, having its place of business at 135 National Business Parkway Annapolis Junction, MD (hereinafter called "Assignee"), desires to acquire all of Assignor's rights, title and interest in and to the Trademark; and

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor, both in its own name and on behalf of its involved subsidiaries, does hereby assign and transfer unto Assignee, and Assignee does hereby accept, all of Assignor's rights, title and interest in and to the Trademark in the United States together with the goodwill of the business symbolized by the Trademark. Assignor undertakes within twelve (12) months hereof to duly execute, or have duly executed by its subsidiaries, any further documents reasonable necessary to record the transfer of title effected hereby as prepared by Assignee.

IN WITNESS WHEREOF, Assignor and Assignee have cause these presents to be executed by their duly authorized officers or agents on this 15 day of November 1999.

COUNTY OF New York
STATE OF New York
SWORN TO BEFORE ME THIS 15 DAY OF Nov 19 99

ASSIGNOR: WALDEN HAYS, INC.

BY: *[Handwritten signature]*

TITLE: President *ROBERT L. JACKSON*

NOTARIZATION

HENRY B. TRATTNER
NOTARY PUBLIC, State of New York
No. TR-01-400000
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires October 31, 2001

ASSIGNEE: AMERITRADE HOLDING CORPORATION

BY: *[Handwritten signature]*

TITLE: Senior Vice President

[Handwritten signature]
NOTARIZATION