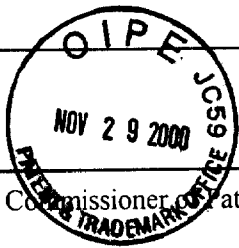


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FORM PTO-1594
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101548937

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.
Box Assignment, Washington, DC 20231

1. Name of conveying party(ies):

MORGAN STANLEY DEAN WITTER & CO.

- Individual(s)
- General Partnership
- Corporation-State
- Other _____
- Additional name(s) of conveying party(ies) attached? Yes No

- Association
- Limited Partnership

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

Name: MORGAN STANLEY CAPITAL INTERNATIONAL INC.

Internal Address: _____

Street Address: 1585 BROADWAY

City NEW YORK State NEW YORK ZIP 10036

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

3. Nature of conveyance:

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

Execution Date: NOVEMBER 27, 2000

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

A. Trademark Application No.(s) 76/062647;
76/062648; 76/127070

B. Trademark registration No.(s) _____

Handwritten: NMD 11/29/00

Additional numbers attached? Yes No

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

PENNIE & EDMONDS LLP
1155 Avenue of the Americas
New York, NY 10036

Attn.: Constance Golden, Esq.

File No.: 6925-202/201/212-999

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41):.....\$ 90.00

Please charge to the deposit account listed in Section 8.

8. Deposit account number:
16-1150

12/11/2000 DBYRNE 00000015 161150 76062647

DO NOT USE THIS SPACE

01 FC: 481 40.00 CH
02 FC: 482 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.

Constance Golden, Esq.
Name of Person Signing Reg. No.

Handwritten Signature: Constance Golden
Signature

Nov. 29, 2000
Date

ASSIGNMENT

WHEREAS, **MORGAN STANLEY DEAN WITTER & CO.**, a corporation organized and existing under the laws of the State of Delaware, United States of America, located at 1585 Broadway, New York, New York 10036 ("Assignor"), is the owner of the trademarks and applications thereof in the United States Patent and Trademark Office as set forth in **Schedule A** attached hereto together with the goodwill of the business connected with and symbolized by said trademarks; and

WHEREAS, **MORGAN STANLEY CAPITAL INTERNATIONAL INC.**, a corporation organized and existing under the laws of the State of Delaware, United States of America, located at 1585 Broadway, New York, New York 10036, United States of America ("Assignee"), is desirous of acquiring said trademarks and applications thereof together with the goodwill of the business connected with and symbolized by said trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor, **MORGAN STANLEY DEAN WITTER & CO.**, does hereby sell and assign unto the Assignee, **MORGAN STANLEY CAPITAL INTERNATIONAL INC.** all right, title and interest in and to said trademarks and applications thereof as set forth in **Schedule A** attached hereto, together with the goodwill of the business connected with and symbolized by said trademarks and together with all the rights for recovery, damages and profits for past infringements, if any.

IN WITNESS WHEREOF, the Assignor, **MORGAN STANLEY DEAN WITTER & CO.**, has caused this instrument to be executed by its duly authorized corporate officer this 27th day of November, 2000.

MORGAN STANLEY DEAN WITTER & CO.

By: Charlene R. Herzer

Name: Charlene R. Herzer
Assistant Secretary

Title: _____

NY2 - 1145146.1



SCHEDULE A

TRADEMARK

SERIAL NO.

FILING DATE

ACWI

76/062647

JUNE 5, 2000

EMF

76/062648

JUNE 5, 2000

ECI

76/127070

SEPTEMBER 13, 2000

NY2 - 1145146.1