

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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

Submission Type <input checked="" type="checkbox"/> New <input type="checkbox"/> Resubmission (Non-Recordation) Document ID # <input type="checkbox"/> Correction of PTO Error Reel # Frame # <input type="checkbox"/> Corrective Document Reel # Frame #	Conveyance Type <input type="checkbox"/> Assignment <input type="checkbox"/> License <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Nunc Pro Tunc Assignment Effective Date: 8/29/01 <input type="checkbox"/> Other:
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Conveying Party Name The Independent Life and Accident Insurance Company Formerly <input type="checkbox"/> Individual <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Association <input type="checkbox"/> Other <input checked="" type="checkbox"/> Citizenship/State of Incorporation/Organization FL <input type="checkbox"/> Mark if Additional Names of Conveying Parties Attached	Execution Date 11/5/01
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Receiving Party Name American International Group, Inc. DBA/AKA/TA Address 70 Pine Street Address Address <u>New York</u> <u>New York</u> <u>10270</u> City State/Country Zip Code <input type="checkbox"/> Individual <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Association <input type="checkbox"/> Other <input checked="" type="checkbox"/> Citizenship/State of Incorporation/Organization DE <input type="checkbox"/> Domestic Representative Designation Attached: <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Mark if Additional Names of Receiving Parties Attached

Correspondent Name and Address Claudia M. Werner Leydig, Voit & Mayer, Ltd. Two Prudential Plaza, Suite 4900 Chicago, Illinois 60601-6780	Telephone: (312) 616-5600 Facsimile: (312) 616-5700 Attorney Docket No. 214174
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Pages Enter the total number of pages of the attached conveyance document including any attachments: **3**

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
 Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)	Registration Number(s)
1,530,025	865,523 865,524
1,413,636	1,979,479 1,009,251

Number of Properties Enter the total number of properties involved: **6**

Fee Amount Method of Payment: <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Deposit Account No. 12-1216 Authorization to Charge Additional Fees: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Fee Amount for Properties Listed (37 CFR 3.41): \$165
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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.

Claudia M. Werner Name of Person Signing	 Signature	November 13, 2001 Date
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ASSIGNMENT OF TRADEMARKS/SERVICE MARKS FROM THE INDEPENDENT
LIFE AND ACCIDENT INSURANCE COMPANY
TO AMERICAN INTERNATIONAL GROUP, INC.

WHEREAS, The Independent Life and Accident Insurance Company (hereinafter "Assignor"), a Florida corporation, having its principal place of business at One Independent Drive, Jacksonville, Florida 32276-0014, has adopted, used and is the owner of the trademarks and/or service marks as shown on Schedule A hereto (hereinafter, the "Marks");

WHEREAS, American International Group, Inc. (hereinafter "Assignee"), a Delaware corporation, having its principal place of business at 70 Pine Street, New York, New York 10270, is desirous of acquiring the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee, and its successors in interest, all right, title, and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks and any applications and registrations therefor, and including all common-law and other rights in the Marks, all claims, demands and causes of action, both at law and in equity, that Assignor may have, or may hereinafter acquire, on account of any infringement of the Marks and any applications and registrations therefor prior to the date hereof, and does hereby empower Assignee, and its successors in interest, to sue for and collect the same, to its and their own and absolute use.

IN WITNESS WHEREOF, the undersigned, being duly authorized and acting on behalf of Assignor, does hereby execute this assignment *nunc pro tunc* to take effect on August 29, 2001.


AMERICAN GENERAL LIFE AND ACCIDENT INSURANCE COMPANY,
SUCCESSOR BY MERGER WITH THE INDEPENDENT LIFE AND
ACCIDENT INSURANCE COMPANY



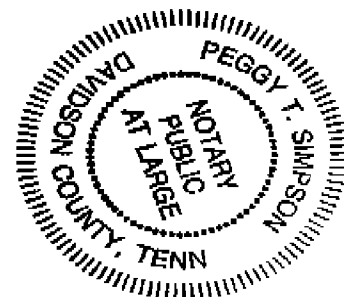
Craig W. Clark
Senior Vice President

State of TENNESSEE)
)SS:
County of DAVIDSON)

On this 5 th day of November, 2001, before me, a Notary Public in and for said county, appeared Craig W. Clark, who is personally known to me to be the same person whose name is subscribed to the foregoing assignment document, and acknowledged that ~~she~~ signed and delivered the document as her free and voluntary act for the uses and purposes therein set forth.


Notary Public

My commission expires: 09-28-2002



SCHEDULE A

THE INDEPENDENT LIFE AND ACCIDENT INSURANCE COMPANY

FAMILY LIFE DESIGN	1,530,025	3/14/89
FAMILY LIFE SCENE DESIGN	865,523	2/25/69
INDEPENDENT LIFE	865,524	2/25/69
INDEPENDENT LIFE MAKES INSURANCE SIMPLE	1,413,636	10/14/86
TOTAL LIFE	1,979,479	6/11/96
TOTAL WAY OF LIFE	1,009,251	4/22/75