

**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	Execution Date
Name The Franklin Life Insurance Company	11/8/01
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 IL <input type="checkbox"/> Mark if Additional Names of Conveying Parties Attached	

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

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)
	2,272,940 2,373,731

Number of Properties Enter the total number of properties involved: **2**

Fee Amount	Fee Amount for Properties Listed (37 CFR 3.41): \$65
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	

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		November 13, 2001
Name of Person Signing	Signature	Date

ASSIGNMENT OF TRADEMARKS/SERVICE MARKS FROM THE FRANKLIN
LIFE INSURANCE COMPANY
TO AMERICAN INTERNATIONAL GROUP, INC.

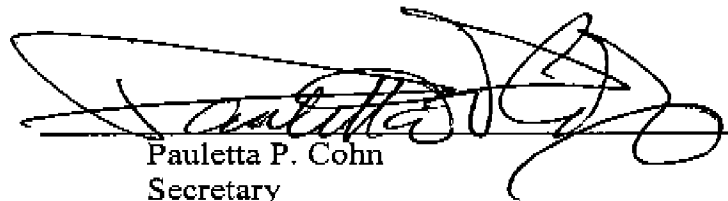
WHEREAS, The Franklin Life Insurance Company (hereinafter "Assignor"), an Illinois corporation, having its principal place of business at 1 Franklin Square, Springfield, Illinois 62713, has adopted, used and is the owner of the trademarks and/or service marks as shown on Schedule A hereto (hereinafter, 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.

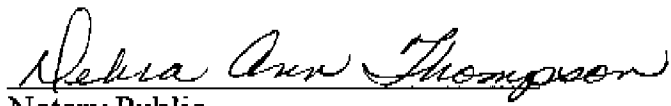
IN WITNESS WHEREOF, the undersigned, being duly authorized and acting on behalf of Assignor, does hereby execute this assignment *nunc pro tunc* to take effect on August 29, 2001.

THE FRANKLIN LIFE INSURANCE COMPANY

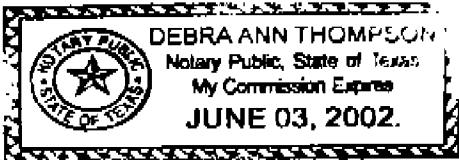

Pauletta P. Cohn
Secretary

State of TEXAS)
County of HARRIS)SS:
)

On this 8 th day of November, 2001, before me, a Notary Public in and for said county, appeared PAULETTA COHN, 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: June 3, 2002



SCHEDULE A

THE FRANKLIN LIFE INSURANCE COMPANY

CUSTOMPLUS	2,272,940	8/24/99
THE FRANKLIN LEGACY	2,373,731	8/1/00