

10-11-2001

Form PTO-1564

U.S. DEPARTMENT OF COMMERCE

08/31/92 RECORDATION FORM COVER SHEET Patent and Trademark



TRADEMARK

To the Honorable Commissioner

101871091

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

ING USA HOLDING CORPORATION
1 South Orange Street
Wilmington, Delaware 19801

10/01/01

___ Individual(s)

X Corporation - Delaware Corporation

___ Other

Additional name(s) of conveying party(ies) attached?

___ Yes X No

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

ING Bank, fsb
1 South Orange Street
Wilmington, Delaware 19801

___ Individual(s) citizenship

___ Corporation

___ Limited Partnership

X Other - Federally Chartered Savings Bank

If assignee is not domiciled in the United States, a domestic representative designation is attached:

___ Yes X No

(Designations must be a separate document from Assignment) Additional names(s) & address(es) attached? ___ Yes X No

3. Nature of conveyance:

X Assignment

___ Merger

___ Security Agreement

___ Change of Name

___ Other

Execution Date: September 4, 2001

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

A. Trademark Application No.(s)

B. Trademark registration No.(s): 2,351,033

Additional numbers attached? ___ Yes X No

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

Name: **Mark B. Harrison, Esq.**
Internal Address: **VENABLE**
Street Address: **1201 New York Ave, N.W.**
Suite 1000
Washington, D.C. 20005

6. Total number of registrations involved: 1

7. Total fee (37 CFR 3.41) **\$40.00**

XX Enclosed

___ Authorized to be charged to deposit account

8. Deposit account number: **22-0261**

(Attach duplicate copy of this page if paying by deposit account)

10/10/2001 LMUELLER 00000112 2351033

40.00 DP

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.

Mark B. Harrison, Esq.
Name of Person Signing

Mark Harrison
Signature

9/28/01
Date

Total number of pages comprising cover sheet: 1

32870-166444

TRADEMARK
REEL: 002381 FRAME: 0340

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: ING Bank fsb

Registration No.: 2,351,033

Mark: **BANKING MADE EASY!**

Issued: May 16, 2000

Attorney's Reference: 32870-166444

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

POWER OF ATTORNEY

All prior Powers of Attorney are hereby revoked, and Registrant hereby appoints as attorney Mark B. Harrison, Janet F. Satterthwaite, Barbara L. Waite, Marcia A. Auberger, and Andrew D. Price, each a member of the Bar of the District of Columbia and/or Virginia and/or New York, and having his offices and post office address at Suite 1000, 1201 New York Avenue, N.W., Washington, D.C. 20005, Telephone (202) 962-4800, Telefax (202) 962-8300, to prosecute this application to register, and to transact all business in the Patent and Trademark Office in connection therewith, and to receive all documents, including the certificate of registration.

DESIGNATION OF CORRESPONDENCE ADDRESS

Send all notices, official letters, documents and other correspondence concerning this application to: Mark Harrison, VENABLE, at Suite 1000, 1201 New York Avenue, N.W., Washington, D.C. 20005

ING Bank fsb

By: *Doreen L. Donnelly-Evans*

Name: *Doreen L. Donnelly-Evans*

Title: *General Counsel*

A S S I G N M E N T

WHEREAS, ING USA HOLDING CORPORATION, a corporation duly organized and existing under the laws of Delaware, and having offices and principal place of business at 1 South Orange Street, Wilmington, Delaware, 19801 (hereinafter "Assignor"), is the owner of the United States Trademark Registration No. 2351033 issued May 16, 2000 for the mark BANKING MADE EASY! and of the trademark shown in said registration, and of the goodwill of the business symbolized by said mark;

AND WHEREAS ING Bank, fsb, a Federally Chartered Savings Bank having offices and principal place of business at 1 South Orange Street, Wilmington, Delaware, 19801 (hereinafter "Assignee"), is desirous of acquiring the entire right, title and interest in and to the said United States trademark registration, and the trademark shown in said registration, the goodwill of the business symbolized by said mark, and the right to conduct business in the United States under the mark;

NOW THEREFORE, for one dollar and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer unto the said Assignee the entire right, title and interest in and to the said United States trademark registration, and the trademark shown in the said registration together with the goodwill of the business symbolized by said mark, the right to sue for past infringement, and the right of Assignor to conduct business under said trademark.

Done, this 4th day of September, 2001.

ING USA HOLDING CORPORATION

By: *Doreen L. Donnelly-Evans*

Name: *Doreen L. Donnelly-Evans*

Title: *General Counsel*