



11-26-2001



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

RECC TR 101900928

DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):  
 Champion Mortgage Co., Inc. *11-20-01*

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)  
 Name: KeyCorp  
 Internal  
 Address: \_\_\_\_\_

Street Address: 127 Public Square  
 City: Cleveland State: OH Zip: 44114

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Ohio  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designations must be a separate document from assignment)  
 Additional name(s) & address(es) attached?  Yes  No

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

Execution Date: October 31, 2001

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s)  
 See Schedule A attached.

Additional number(s) attached  Yes  No

B. Trademark Registration No.(s)  
 See Schedule A attached.

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Louis M. Heidelberger  
 Internal Address: \_\_\_\_\_  
 \_\_\_\_\_  
 Street Address: Reed Smith LLP  
2500 One Liberty Place  
 City: Phila. State: PA Zip: 19103

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 3.41).....\$ 390.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
 \_\_\_\_\_

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

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.*

Jeffrey A. Porter                      Jeffrey A. Porter                      11/16/01  
 Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

11/26/2001 RANNEB1 00000021 76022433  
 40.00 DP  
 01 FC:481  
 350.00 DP

TRADEMARK REEL: 002398 FRAME: 0749

**SCHEDULE "A"**

<b><u>Trademark</u></b>	<b><u>Application No.</u></b>	<b><u>Registration No.</u></b>
BORROWER'S BILL OF RIGHTS	76/022,433	
CHAMPION MORTGAGE	76/236,313	
CHAMPION'S POSSIBILITIES PROFILE	76/116,115	
CHAMPION DICE SI	76/242,630	
DESIGN ONLY	76/254,196	
SHOULDN'T YOU KNOW ALL YOUR POSSIBILITIES	76/102,363	
CHAMPION		1,949,870
CHAMPION GOLD CHEQUE		2,037,158
CHAMPION MORTGAGE		2,490,025
CHAMPION SAYS YES		2,349,388
CHAMPIONS BANK, N.A.		1,803,908
CLEAN SLATE		2,033,970
DOESN'T EVERYONE DESERVE A SECOND CHANCE		2,473,660
PAY DOWN YOUR DEBT		2,161,244
WHEN YOUR BANK SAYS NO, CHAMPION SAYS YES		1,955,488

## CONFIRMATORY ASSIGNMENT

**WHEREAS**, Champion Mortgage Co., Inc. a New Jersey corporation, having a place of business at 2 Gatchall Drive, Parsippany, NJ 07054 (hereinafter "Champion"), is the owner of the federal, state and foreign service mark registrations and pending applications identified in Schedule A, attached hereto, (collectively, the "Champion Registrations"), and may have other rights, title and interest in and to the marks identified in Schedule A (hereinafter the "Champion Marks");

**WHEREAS**, the Champion Marks have been used, or are intended to be used, in connection with mortgage and home equity loan services by Champion;

**WHEREAS**, pursuant to an Agreement and Plan of Reorganization entered into on June 6, 1997, by and among Champion Mortgage Co., Inc., Champion Mortgage Corp., Champion Wholesale Corp., Champion Financial Corp. and Champion Mortgage Servicing Corp., KeyCorp, Key Bank USA, and Joseph P. Goryeb, Joseph M. Goryeb, Richard P. Goryeb, Marguerite Goryeb, Marguerite Goryeb 10 Year GRIT, Joseph P. Goryeb 10 Year GRIT, Lynne Goryeb Stock Trust, Joseph M. Goryeb Family Share Trust and Richard P. Goryeb Family Share Trust; Champion assigned the entire, rights, title and interest in and to the Champion Registrations and the Champion Marks to KeyCorp, an Ohio corporation having a place of business at 127 Public Square, Cleveland, OH 44114 (hereinafter "KeyCorp"), together with the goodwill of the business associated therewith;

**WHEREAS**, Champion wishes to acknowledge this assignment and make it of record in the United States Patent and Trademark Office and corresponding state and foreign trademark offices;

**NOW, THEREFORE**, in consideration of the sum of One Dollar (\$1.00) and other good and valuable executed consideration, the full receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, Champion hereby acknowledges the assignment, transference and conveyance to KeyCorp of the whole and entire right, title and interest in and to the Champion Registrations and the Champion Marks, together with the goodwill of the business associated therewith.

**CHAMPION MORTGAGE CO., INC.**

By: \_\_\_\_\_

James M. Goryeb

Title: President, Champion Mortgage

Date: \_\_\_\_\_

10/31/01

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**U.S. SERVICE MARKS**

<u>State</u>	<u>Mark</u>	<u>Registration No.</u>
Delaware	CHAMPION	17447
Massachusetts	CHAMPION AND DESIGN	44897
New Jersey	CMC CHAMPION MORTGAGE CO.	6546
New York	CMC CHAMPION MORTGAGE CO.	S9,345
Delaware	WHEN YOUR BANK SAYS NO, CHAMPION SAYS YES	17446
Massachusetts	WHEN YOUR BANK SAYS NO, CHAMPION SAYS YES	44896
New Jersey	WHEN YOUR BANK SAYS NO, CHAMPION SAYS YES	6545
New York	WHEN YOUR BANK SAYS NO, CHAMPION SAYS YES	S9,346
Pennsylvania	WHEN YOUR BANK SAYS NO, CHAMPION SAYS YES	1619596