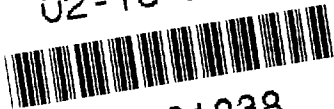


02-13-2002



101981838 ONLY

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

U.S. 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): 1-29-02 MORGAN GUARANTY TRUST COMPANY OF NEW YORK

2. Name and address of receiving party(ies) Name: EUROCLEAR PLC Internal Address: Baarermatte Street Address: CH 6340, Baar Switzerland City: State: Zip:

3. Nature of conveyance: [X] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: October 29, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/867420 76/046285

B. Trademark Registration No.(s) JAN 29 2002

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Lanning G. Bryer Internal Address: Street Address: Ladas and Parry 26 West 61st Street City: New York State: NY Zip: 10023

6. Total number of applications and registrations involved: 2 7. Total fee (37 CFR 3.41): \$ 65.00 [X] Enclosed [] Authorized to be charged to deposit account 8. Deposit account number:

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. Lanning G. Bryer Name of Person Signing Signature Date 1/9/02

02/12/2002 DBYRNE 00000117 75867420

Total number of pages including cover sheet, attachments, and document: 8

01 FC:481 02 FC:482 40.00 DP Documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231 25.00 DP

Filed: December 10, 1999

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Ladas & Parry, whose postal address is 26 West 61st Street, New York, New York 10023, United States of America, is hereby designated applicant's representative upon whom notices or process in proceedings affecting the mark may be served.

POWER OF ATTORNEY

Applicant hereby revokes all previous Powers of Attorney and hereby appoints jointly and severally, with full power of substitution, the power of appointment of an associate attorney and the power of revocation:

STEPHEN A. GOLDSMITH

ALLAN S. PILSON

IAN JAY KAUFMAN

FREDERICK REICHWALD

ROBERT ALPERT

DANIEL F. ZENDEL

LANNING G. BRYER

JOSEPH J. VILLAPOL

GEORGIA N. GOUNARIS

members of the Bar of the State of New York, c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023, United States of America, to transact all business in the Patent Office in connection with the subject application and registration which will issue thereon.

EUROCLEAR PLC

By 
Stephen A. Goldsmith
Authorized Signatory

5 December 2001

[Date]

TRADEMARK

REEL: 002442 FRAME

UNITED STATES OF AMERICA

A S S I G N M E N T

WHEREAS, MORGAN GUARANTY TRUST COMPANY OF NEW YORK, a corporation organized under the laws of the State of New York, United States of America, located at 60 Wall Street, New York, New York 10260, United States of America, (hereinafter called the ASSIGNOR) has intended to use the marks in commerce and has filed applications now assigned the serial numbers set forth on the attached schedule indicating that intention, but has not yet filed an allegation of use under Section 1(c) or 1(d) of the Trademark Act. Applicant is assigning the marks in the above identified applications as part of the entire business or portion thereof to which the mark pertain, as required by § 15 U.S.C. 1060;

AND WHEREAS, EUROCLEAR PLC, a company organized and existing under the laws of England and Wales, with a business address at Baarermatte, CH 6340 Baar, Switzerland, (hereinafter called the ASSIGNEE) is desirous of acquiring the right, title and interest in and to the said service marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does sell, assign and transfer unto the said ASSIGNEE, its successors and assigns, all right, title and interest in and to the said service marks and the applications for the registration of the service marks, and the goodwill of the business symbolized thereby.


The Commissioner of Patents and Trademarks is requested to issue the Certificates of Registration to the said ASSIGNEE.

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this 29th day of October 2001.

MORGAN GUARANTY TRUST COMPANY
OF NEW YORK

[Corporate Seal]

By



Andrew Cadell
Vice President

TRADEMARK

[See over for Notarial Acknowledgement]

REEL: 002442 FRAME: 0491

S C H E D U L E

FundSettle

**Application No. 75/867420
Filed: December 10, 1999**

EUROCLEAR ONLINE

**Application No. 76/046285
Filed: May 10, 2000**