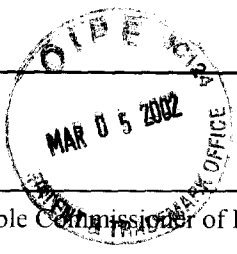


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03-21-2002

FORM PTO-1594  
1-31-92

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



102025060

To the Honorable Commissioner of Patents

attached original documents or copy thereof.

1. Name of conveying party(ies):

PALLADIUM INCORPORATED  
600 Grant Street, Suite 600  
Denver, CO 80203

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

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

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

Name: Palladium (USA) Inc.

Internal Address: \_\_\_\_\_

Street Address: 137 Old Kings Highway

City New Canaan State CT ZIP 06840

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designation 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: March 1, 2002

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

A. Trademark Application No.(s) \_\_\_\_\_

B. Trademark registration No.(s) 1,893,336

Additional numbers attached?  Yes  No

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

PENNIE & EDMONDS LLP  
1155 Avenue of the Americas  
New York, NY 10036

Attn.: Jennifer A. Hamilton, Esq.

File No.: 10360-006-999

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):.....\$ 40

Please charge to the deposit account listed in Section 8.

8. Deposit account number:  
16-1150

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.*

Jennifer A. Hamilton                      [Signature]                      March 5, 2002  
 Name of Person Signing      Reg. No.                      Signature                      Date

03/21/2002 GTOM11      00000024      161150      1893336

Total number of pages comprising cover sheet: 3

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

## TRADEMARK ASSIGNMENT

This Trademark Assignment is between PALLADIUM (USA) INC., a corporation organized and existing under the laws of Delaware with an office at 137 Old Kings Highway, New Canaan, Connecticut 06840 ("Palladium USA") and PALLADIUM INCORPORATED, a corporation organized and existing under the laws of Nevada with its principal place of business at 600 Grant Street, Suite 600, Denver, Colorado 80203 ("Palladium Inc.")

### WITNESSETH

WHEREAS, Palladium Incorporated, hereinafter referred to as "Assignor," desires to convey to Palladium (USA) Inc., its entire right, title and interest in and to the service mark PALLADIUM INCORPORATED & Design, U.S. Registration No. 1,893,336, for "services as a registered investment advisor for portfolio strategy, asset management, dispositions, acquisitions, investment restructuring, value enhancement, real estate valuation and financing for commercial and residential real estate owners and investors," in International Class 36 (the "Registration"), together with the good will of the business associated therewith and the right to sue for past infringements thereof; and

WHEREAS, PALLADIUM (USA) INC., a corporation organized and existing under the laws of Delaware with an office at 137 Old Kings Highway, New Canaan, Connecticut 06840, hereinafter referred to as "Assignee," desires to acquire the entire right, title and interest in and to said service mark and registration, together with the good will of the business

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associated therewith and the right to sue for past infringements thereof;

NOW, THEREFORE, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, transfers, and assigns to Assignee its entire right, title, and interest in and to the service mark PALLADIUM INCORPORATED & Design, U.S. Registration No. 1,893,336 therefor, together with all the good will of the business associated therewith and the right to sue for past infringements thereof.

IN WITNESS WHEREOF, Assignor has caused this assignment to be executed by its duly authorized corporate officers on this 1<sup>st</sup> day of March 2002.

PALLADIUM INCORPORATED

By: Cheryl Hoffman

Name: Cheryl Hoffman

Title: President

Date: 3-1-02