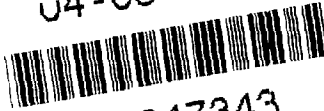


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To the Honorable Commissioner of Patents and Trademarks

102047343

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
 Coopers & Lybrand, LLP *3-15-02*

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

2. Name and address of receiving party(ies):  
 Name: PricewaterhouseCoopers, LLP  
 Internal Address:  
 Street Address: 1301 Avenue of the Americas  
 City: New York State: New York  
 ZIP: 10019

Additional name(s) & address(es) attached?  Yes  No  
 Is a domestic representative designation attached:  Yes  No

3. Nature of conveyance:

Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_

Execution Date: August 20, 2001

4. Application number(s) or Registration number(s)

If this document is being filed together with a new application, the execution date of the application is \_\_\_\_\_.

A. Trademark Application No.(s) B. Trademark Registration No.(s)

*2,252,898 RESERVEPRO*

Additional numbers attached?  Yes  No

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

**BROWN RAYSMAN MILLSTEIN FELDER & STEINER LLP**  
 900 Third Avenue  
 New York, New York 10022  
 (212) 895-2000

6. Total number of trademarks involved: 1

7. Total fee (37 CFR 3.41):..... \$ 40.00  
 Check enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: 02-4270  
 (Attach duplicate copy of this page by deposit account)  
 Please charge any additional fees required, or credit any overpayment, to the above 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*

Monica B. Richman, Esq. *Monica B. Richman* 03/15/02  
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 3  
 Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patents and Trademarks  
 Box Assignments  
 Washington, D.C. 20231

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## ASSIGNMENT

This Assignment Agreement is by and between Coopers & Lybrand, LLP, a Delaware Limited Liability Partnership with a place of business at 1251 Avenue of the Americas, New York, New York 10020 ("Assignor"), and PricewaterhouseCoopers, LLP, a Delaware Limited Liability Partnership with a place of business at 1301 Avenue of the Americas, New York, New York 10019 ("Assignee").

WHEREAS, Assignor is the owner of the U.S. Trademark Registrations listed in Exhibit A.

WHEREAS, Assignee desires to acquire all of Assignor's rights to the said Registrations; and

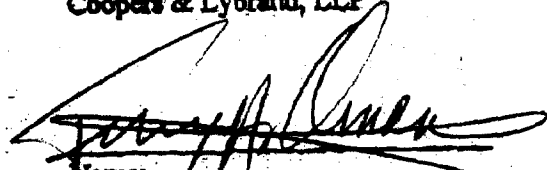
In consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor assigns to Assignee, effective as of February 5, 1999, all of Assignor's right, title, and interest in and to the Registration, including all common law rights, together with the goodwill symbolized by any use of those marks covered by the Applications, and the right to sue third parties for and recover damages from past and future infringement of the U.S. registered marks listed in Exhibit A.

IN WITNESS WHEREOF, this Assignment has been executed by the parties on  
the day and year written below.

Assignor  
Coopers & Lybrand, LLP

Effective as of February 5, 1999

Signed on August 20, 2001



Name: Terry A. Umans  
Title: Principal

Assignee  
PricewaterhouseCoopers, LLP

Effective as of February 5, 1999

Signed on August 20, 2001



Name: Redman W. Benedict  
Title: Principal

**EXHIBIT A**

1. RESERVEPRO, Reg. No. 2,252,898