



RE

SHEET

102074471
TRADEMARK

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

1. Name of conveying party(ies):

Coopers & Lybrand, LLP

H.16.02

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)

Please see attached.

B. Trademark Registration No.(s)

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.

Signature

Date

Name of Person Signing

Total number of pages including cover sheet, attachments and document: 5

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks

Box Assignments

Washington, D.C. 20231

04/30/2002 DBYRNE 00000088 75276481

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EXHIBIT A

1. CLIC Serial No. 75/276,481

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").

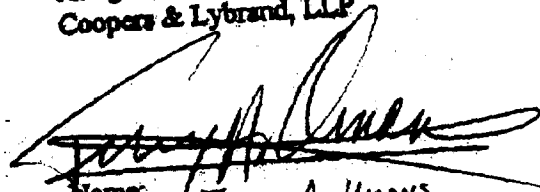
WHEREAS, Assignor is the owner of the U.S. Trademark Application listed in Exhibit A.

WHEREAS, Assignee desires to acquire all of Assignor's rights to the said application; 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 Application, including all common law rights, together with the goodwill symbolized by any use of those marks covered by the Application, and the right to sue third parties for and recover damages from past and future infringement of the U.S. Application 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



Name: Terry A. Umans
Title: Principal

Effective as of February 5, 1999

Signed on August 20, 2001

Assignee
PricewaterhouseCoopers, LLP



Name: Rodman W. Benedict
Title: Principal

Effective as of February 5, 1999

Signed on August 20, 2001

EXHIBIT A

1. CLIC Serial No. 75/276,481