06-07-2002



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

u.s. Patent and Trademark Office

То	the	Honor	able	Commissioner	Of	Patents	&	Tr

102114300

ocuments or copy thereof.

1. Name of conveying party(ies):

American Automobile Association,

[] Individual(s)

I J General Partnership

[]Other

[| I Limited Partnership

IXI Corporation - Connecticut

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

3. Nature of conveyance:

[X] Assignment

[] Merger

[] Change of Name

[]Other

[] Security Agreement

Execution Date: April 17, 2002

AAA LIFE INSURANCE COMPANY

Street Address:

17250 Newburgh Road, Suite 100 Livonia, Michigan 48152

[] Individual(s) citizenship:

[] Association

[] General Partnership

[] Limited Partnership

(X) Corporation - District of Columbia

[]Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Il Yes [] No Additional name(s) & address(es) attached? [] Yes [x] No

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

A. Trademark Application No(s).

B. Trademark Registration No(s).

044,422 732,1742,314,134

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

Lawrence E. Laubscher, Jr. 1160 Spa Road, Suite 2B Annapolis, MD 21403

Additional numbers attached? [] Yes [X] No

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 90

[X] Enclosed

XI Authorized to be charged to deposit account any missing or additional fee

3

8. Deposit Account No. 50-1936

06/07/2002 DBYRNE 00000007 1044422

01 FC:481 02 FC:482

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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.

Lawrence E. Laubscher

Name of Person Signing

31 2002

Notal number of pages including cover sheet: [2]

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* * * CERTIFICATE OF MAILING * * *

I hereby certify that this correspondence is being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to: Box Assignment, U.S. Patent and Trademark Office, P.O. Box 2327, Arlington, VA 22202.

on May 31, 2002

TRADEMARK REEL: 002519 FRAME: 0911

TRADEMARK ASSIGNMENT

WHEREAS, American Automobile Association, Inc., a Connectucut corporation having a place of business at 1000 AAA Drive, Heathrow, Florida 32746, is the owner of the following service mark registrations:

1,044,422	365
1,732,174	SMARTSTART (stylized)
2,314,134	FOR WHEREVER LIFE TAKES YOU

WHEREAS, AAA Life Insurance Company, a corporation of the District of Columbia having a place of business at17250 Newburgh Road, Suite 100, Livonia, Michigan 48152, is desirous of acquiring said marks, said U.S. trademark registrations, and the attendant good will;

NOW THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, American Automobile Association, Inc., hereby sells, assigns, and transfers unto said AAA Life Insurance Company, the entire right, title, and interest in and to said marks, and to all good will attendant thereto, and to said U.S. trademark registrations, as well as the right to recover for past infringement of said marks and registrations.

April 17,2002

Henry J. Scarfo

Title: Assistant Secretary

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RECORDED: 06/04/2002

TRADEMARK
REEL: 002519 FRAME: 0912