

08-30-2002



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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

Allen & Company, Inc.

08-28-02

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State of Maryland, Other

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

2. Name and address of receiving party(ies)

Name: AGM Alternatives, Inc.

Internal Address:

Street Address: 120 W. Fayette Street, # 700

City: Baltimore State: MD Zip: 21201

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Maryland, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations 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: August 5, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,522,302 and 1,850,498

Additional number(s) attached Yes No

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

Name: Robert B. Burlingame

Internal Address: Calendar/Docketing Dept.

Street Address: Pillsbury Winthrop LLP 50 Fremont Street

City: San Francisco State: CA Zip: 94105

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

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9. Signature.

Robert B. Burlingame Name of Person Signing

Robert Burlingame Signature

8/22/02 Date

Total number of pages including cover sheet, attachments, and document: 4

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

08/29/2002 TBIAZI 00000230 1522302

01 FC:481 02 FC:482

40.00 DP 25.00 DP

EXHIBIT A

TRADEMARK ASSIGNMENT

Effective as of October 1, 1999, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **Allen & Company, Inc.** ("Assignor"), a Maryland corporation, by its duly authorized representative, hereby conveys, transfers and assigns to **AGM Alternatives, Inc.** ("Assignee"), a Maryland corporation, all right, title and interest in and to the name and trademark FIRST CHOICE (including, but not limited to, U.S. Trademark Registration Nos. 1522302 and 1850498), and the goodwill of the business connected with the use of, and symbolized by, the same, together with all rights of action accrued, accruing and to accrue under and by virtue hereof, including, but not limited to, the right to sue or otherwise recover for past infringement and receive all damages, payments, costs and fees associated therewith.

Assignor agrees to execute any further documents as may be necessary, and take any and all further actions requested by Assignee, in order to fully vest the right, title and interest being conveyed to Assignee pursuant to this Assignment.

Allen & Company, Inc.

By: Michael E Glenn

Name: Michael E. Glenn

Title: President

Date: August 5, 2002