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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Richard M. Metcalfe, II

- Individual(s) [checked] Association [ ] General Partnership [ ] Limited Partnership [ ] Corporation-State [ ] Other [ ]

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

3. Nature of conveyance:

- Assignment [checked] Merger [ ] Security Agreement [ ] Change of Name [ ] Other [ ]

Execution Date: August 7, 2002

2. Name and address of receiving party(ies)

Name: Asset Marketing Systems, Inc.

Internal Address:

Street Address: 7777 Alvarado Road, Suite 401

City: La Mesa State: CA Zip: 91941

- Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [ ] Corporation-State California [checked] 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

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

A. Trademark Application No.(s) 75/852,179 75/852,189

B. Trademark Registration No.(s) 2,491,975

Additional number(s) attached [ ] Yes [checked] No

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

Name: Charles F. Reidelbach, Jr., Esq.

Internal Address: Higgs, Fletcher & Mack LLP

Street Address: 401 West A Street, Suite 2600

City: San Diego State: CA Zip: 92101

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 120.00

- Enclosed [ ] Authorized to be charged to deposit account [checked]

8. Deposit account number:

501760

DO NOT USE THIS SPACE

9. Signature.

Charles F. Reidelbach, Jr. Name of Person Signing

[Signature] Signature

Aug 22 2002 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 Patent & Trademarks, Box Assignments Washington, D.C. 20231

09/04/2002 8TON11 00000266 501760 75852179 01 FC:481 40.00 CH 02 FC:482 50.00 CH

TRADEMARK REEL: 002575 FRAME: 0268

# TRADEMARK ASSIGNMENT

Whereas, Richard M. Metcalfe, II, an individual United States citizen, having his principal place of business at 7777 Alvarado Road, Suite 401, La Mesa, California 91941, has adopted, used, is using and is the owner of the trademark SENIORS ONLY FINANCIAL, which is Registered in the United States Patent and Trademark Office, Registration No. 2,491,975, with a registration date of September 25, 2001.

Whereas, Asset Marketing Systems, Inc., a California corporation, having its principal place of business at 7777 Alvarado Road, Suite 401, La Mesa, California 91941, is desirous of acquiring said registered trademark;

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, Richard M. Metcalfe, II hereby assigns to Asset Marketing Systems, Inc., all right, title and interest in the United States in and to said trademark together with the goodwill of the business symbolized by said trademark and registration thereof.

Signed at LA MESA CA, this 7 day of AUGUST, 2002.

By:

  
Richard M. Metcalfe, II

# TRADEMARK ASSIGNMENT

Whereas, Richard M. Metcalfe, II, an individual United States citizen, having his principal place of business at 7777 Alvarado Road, Suite 401, La Mesa, California 91941, has adopted, used, is using and is the owner of the following trademarks for which applications in the United States Patent and Trademark Office are pending:

Trademark	Application No.	Filed
ASSET MARKETING SYSTEMS	75/852,179	November 18, 1999
THE SYSTEM FOR ASSET MARKETING	75/852,189	November 18, 1999

Whereas, Asset Marketing Systems, Inc., a California corporation, having its principal place of business at 7777 Alvarado Road, Suite 401, La Mesa, California 91941, is desirous of acquiring said trademarks and the applications therefor;

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, Richard M. Metcalfe, II hereby assigns to Asset Marketing Systems, Inc., all right, title and interest in the United States in and to said trademarks and said applications therefor, together with the goodwill of the business symbolized by said trademarks and said applications to register said trademarks.

The Commissioner of Patents and Trademarks is requested to issue the Certificates of Registration to said assignee, Asset Marketing Systems, Inc.

Signed at LAMESA, CA, this 7 day of AUGUST, 2002.

By:

  
Richard M. Metcalfe, II