

FORM PTO-1594 1-31-92 RECORDATION FORM COVER SHEET TRADEMARKS ONLY U.S. DEPARTMENT OF COMMERCE 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): Citigroup Inc. 399 Park Avenue New York, NY 10043 [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation: Delaware [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies): Travelers Property Casualty Corp. One Tower Square Hartford, CT 06183 [] Individual(s) citizenship: [] Association [] General Partnership [] Limited Partnership [x] Corporation - Connecticut [] 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 [x] No

3. Nature of conveyance: [x] Assignment [] Merger [] Security Agreement [] Change of Name [] Other: Execution Date: March 18, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s): 2,095,161 Additional numbers attached? [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Sean P. Merrill, Esq. Internal Address: Cummings & Lockwood Street Address: 700 State Street Post Office Box 1960 City: New Haven State: CT Zip: 06509-1960

6. Total number of applications and registrations involved: [1] 7. Total fee (37 CFR 3.41): \$40.00 [] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 50-1158 (Attach duplicate copy of this page if paying by 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. Signature Sean P. Merrill November 15, 2002 Total number of pages comprising cover sheet: [2]

Do not detach this portion

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

Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK ASSIGNMENT

This Trademark Assignment dated March 18, 2002 ("Assignment") is by CITIGROUP INC., a corporation organized and existing under the laws of the State of Delaware with offices at 399 Park Avenue, New York, New York 10043 ("Assignor"), which is successor in interest by name change to TRAVELERS GROUP INC., in favor of TRAVELERS PROPERTY CASUALTY CORP., a corporation organized and existing under the laws of the State of Connecticut with offices at One Tower Square, Hartford, Connecticut 06183 ("Assignee");

WHEREAS, Assignor is the indirect owner of all of the issued and outstanding common stock of Assignee;

WHEREAS, in connection with Assignee ceasing to be wholly owned by Assignor, Assignee agrees to acquire Assignor's entire right, title and interest in and to the trademarks and/or service marks listed on Schedule A attached hereto (the "Trademarks") and the goodwill of the business symbolized by the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is acknowledged, Assignor hereby assigns to Assignee, its successors and assigns, its entire right, title and interest in and to the Trademarks; all registrations and applications which may have been or may be filed or issued in respect thereto and any renewals thereof; the goodwill of the business symbolized by the Trademarks; all income, royalties, damages, and payments now or hereafter due or payable in respect to the Trademarks; and all causes of action (either in law or equity) and the right to sue, counterclaim, and recover for past, present, and future infringement, misappropriation, or dilution of the rights assigned to Assignee hereunder, and all rights corresponding thereto throughout the world.


Assignor hereby requests each registrar of trademarks whose duty it is to issue trademark registrations, to issue certificates of registration, renewal, or assignment, for any registration or application of the Trademarks to Assignee, its successors, and assigns, in accordance with the terms of this Assignment.

Assignor further agrees, without further consideration, to cause to be performed such lawful acts and to execute such further documents as Assignee may reasonably request to fully effectuate this Assignment including, but not limited to, the execution of assignments in recordable form in each jurisdiction where trademark registrations or applications for the Trademarks may be issued or pending.

Assignor hereby specifically disclaims any and all representations and warranties, express or implied (including without limitation any implied warranty of merchantability, fitness for a particular purpose, validity, registrability, or non-infringement and implied warranties arising from course of dealing or course of performance), regarding the Trademarks,

This 18th day of March, 2002.

**ASSIGNOR:
CITIGROUP INC.**


By: Ellen E. Kennedy
Title: Assistant Secretary

**ASSIGNEE:
TRAVELERS PROPERTY CASUALTY CORP.**

By:
Title:

STATE OF NEW YORK)
) SS.
COUNTY OF NEW YORK)

I, a notary public, in and for the county and state aforesaid, do hereby certify that Eileen E Kennedy known to me to be the Asst. Secretary of CITIGROUP INC. appeared before me this day in person and acknowledged that s/he signed the above and foregoing instrument as his /her free and voluntary act.

18th day of March, 2002
IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal this

Beverly G. Miller
Notary Public

BEVERLY G. MILLER
Notary Public, State of New York
No. 01M16025927
Qualified In Queens County
Certificate Filed in New York County
Commission Expires June 7, 2007
2003

My commission expires:

STATE OF CONNECTICUT)
) SS.
COUNTY OF HARTFORD)

I, a notary public, in and for the county and state aforesaid, do hereby certify that _____ known to me to be the _____ of TRAVELERS PROPERTY CASUALTY CORP. appeared before me this day in person and acknowledged that s/he signed the above and foregoing instrument as his /her free and voluntary act.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal this _____ day of _____,

Notary Public

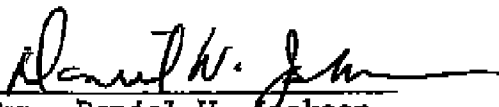
My commission expires: _____

This 18th day of March, 2002.

ASSIGNOR:
CITIGROUP INC.

By:
Title:

ASSIGNEE:
TRAVELERS PROPERTY CASUALTY CORP.


By: Daniel W. Jackson
Title: Assistant Secretary

STATE OF NEW YORK)
) SS.
COUNTY OF NEW YORK)

I, a notary public, in and for the county and state aforesaid, do hereby certify that _____ known to me to be the _____ of CITIGROUP INC. appeared before me this day in person and acknowledged that s/he signed the above and foregoing instrument as his /her free and voluntary act.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal this _____ day of _____, _____.

Notary Public

My commission expires: _____

STATE OF CONNECTICUT)
) SS.
COUNTY OF HARTFORD)

I, a notary public, in and for the county and state aforesaid, do hereby certify that Daniel W. Jackson known to me to be the Assistant Secretary of TRAVELERS PROPERTY CASUALTY CORP. appeared before me this day in person and acknowledged that s/he signed the above and foregoing instrument as his /her free and voluntary act.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal this _____ 18th day of _____ March _____, 2002.

Cheryle A. Damato
Notary Public

My commission expires: 10/31/2005

CHERYLE DAMATO
NOTARY PUBLIC
MY COMMISSION EXPIRES OCT. 31, 2005

SCHEDULE A

	MARK	SERIAL	REGISTRATION	REGISTERED
United States	TRAVELERS WEALTHBUILDER OWNERSHIP IS THE KEY	2095161	December 9, 1997	Travelers Group Inc.