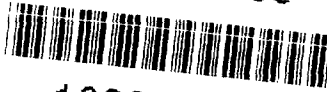


01-08-2003

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

RECOR TR



102331028

DEPARTMENT OF COMMERCE J.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): 12-31-02 Bertholon-Rowland Corp.

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

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

2. Name and address of receiving party(ies) Name: Ralph R. Davis Internal Address: Street Address: 104 Poppy Court City: Walnut Creek State: CA Zip: 94596

- Individual(s) citizenship USA Association General Partnership Limited Partnership Corporation-State 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: October 31, 2002 as of November 1, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,531,670

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Steven B. Greenapple, Esq. Internal Address: Steiker & Fischer, P.C. Street Address: 55 Maple Avenue, Suite 3 City: Morristown State: NJ Zip: 07963

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature: Steven B. Greenapple, Esq. Signature Date: December 23, 2002

Total number of pages including cover sheet, attachments, and document: 2

01/07/2003 LNUELLER 00000293 2531670 01 FC:8521

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

40.00 DP

TRADEMARK REEL: 2643 FRAME: 0476

COLLATERAL ASSIGNMENT

WHEREAS, Ralph R. Davis, doing business as Travel Insurance Service, was the registrant (the "Registrant") of United States Department of Commerce Patent and Trademark Office Trademark Registration No. 2,531,670 for the mark "Travel Insurance Select" (the "Mark") Registered January 22, 2002 to Ralph R. Davis DBA Travel Insurance Service;


WHEREAS, Ralph R. Davis DBA Travel Insurance Service, assigned to Bertholon-Rowland Corp., all of its right, title and interest in and to the Mark, including the good will associated therewith, on November 1, 2002.

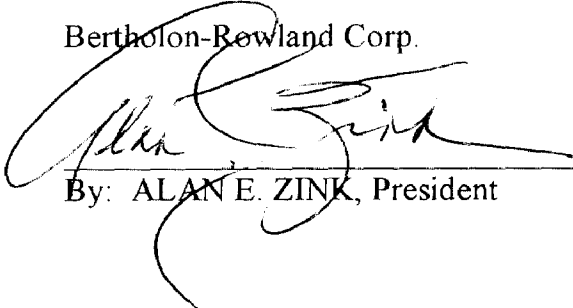
WHEREAS, Bertholon-Rowland Corp., a New York corporation, desires to assign a collateral interest in the Mark and the Registration thereof, to Registrant pursuant to and in accordance with a certain security agreement dated November 1, 2002 by and between Registrant (as "Secured Party") and Bertholon-Rowland Corp.; and

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Bertholon-Rowland Corp., does hereby assign unto Ralph R. Davis, a collateral interest in all right, title and interest in and to the Mark and the Registration thereof, including the good will associated therewith.

ATTEST:


Bertholon-Rowland Corp.


By: JOHN R. SORRENTINO,
Secretary


By: ALAN E. ZINK, President

STATE OF NEW YORK :
 : S.S. :
COUNTY OF NEW YORK :

Before me, a notary public in and for said County, personally appeared Alan E. Zink and John R. Sorrentino, known to me to be the persons who, as President and Secretary, respectively, of Bertholon-Rowland Corp., the corporation which executed the foregoing instrument, signed the same and acknowledged to me that they did so sign said instrument in the name and upon behalf of said corporation as such officers, respectively, and the free and corporate act and deed of said corporation; that they were authorized thereunto by its Board of Directors; and that the seal affixed to said instrument is the corporate seal of said corporation. In testimony whereof, I have herunto subscribed my name, and affixed my official seal at New York, New York, this 31st day of October, 2002.


Notary Public

LORRAINE THOMAS
Notary Public, State Of New York
No. 01TH6078239
Qualified in Bronx County
Commission Expires July 29, 2006

Collateral Assignment Service Mark FINAL .doc