

3-10-03



102385151

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

1. Name of conveying party(ies):

Dun & Bradstreet, Inc.

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

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: February 8, 2002

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

Name: United Nations Development Programme

Internal Address, Street Address: One United Nations Plaza, City: New York State: NY ZIP: 10017

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

Other subsidiary organization of the United Nations

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,280,611

Additional number(s) attached? Yes No

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

Name: Alison Winick, Esq., Internal Address: Simpson Thacher & Bartlett, Street Address: 425 Lexington Avenue, City: New York State: NY ZIP: 10017

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 credit card

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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DO NOT USE THIS SPACE

FC:8521 40.00

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.

Alison Winick, Esq. Name of Person Signing

Signature

3/7/03 Date

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



Decide with Confidence

United Nations Development Programme
Office of Legal and Procurement Support
Bureau of Management
One United Nations Plaza
New York, N.Y. 10017

Attn. Mr. Sunil Saigal, Director

February 8, 2002

Re: Trademark Assignment of Standard Products and Services Code ("SPSC")

Dear Sunil:

Reference is made to our phone conversation of last week in regard to the above-mentioned matter. In order to facilitate the trademark application of the mark "UNSPSC", currently pending in the name of the United Nations Development Programme ("UNDP") with the US Patent and Trademark Office, I wish to inform you that Dun & Bradstreet, Inc. ("D&B") agrees to assign its rights in the SPSC trademark to UNDP. To acknowledge UNDP's agreement thereto, please sign and return to me one original signed copy of this letter containing the assignment.

D&B confirms that it owns all right, title and interest in and to the trademark and service marks "SPSC" and "Standard Products and Services Code," including U.S. Reg. No. 2,280,611 and all common-law rights related thereto, including the goodwill of any business or services symbolized thereby (collectively, the "Marks"); and UNDP wishes to confirm that it is desirous of acquiring the entire right, title and interest in and to the Marks.

The parties therefore agree that, for good and valuable consideration, the receipt of which is hereby acknowledged, D&B hereby assigns to UNDP and its successors and assigns, effective as of February 8, 2002, all of its right, title and interest in and to the Marks, together with the right to bring actions at law or in equity for any infringement, dilution or other unauthorized use of the Marks prior to the date above. The parties agree that UNDP may record this assignment with the U.S. Patent and Trademark Office as constructive notice of such trademark assignment.

D&B acknowledges that nothing in or relating to this assignment shall be deemed a waiver, express or implied, of any of the privileges and immunities of the United Nations, including its subsidiary organs.

Sincerely,

For and on behalf of
DUN & BRADSTREET, INC.

By: Robert J. Levin
VP

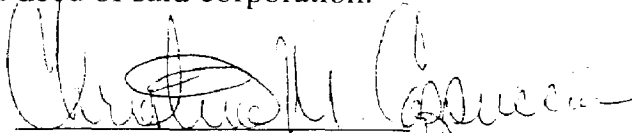
ACCEPTED AND AGREED:

For and on behalf of the
UNITED NATIONS
DEVELOPMENT PROGRAMME

By: _____

STATE OF New Jersey)
) SS.
COUNTY OF Middlesex)

On this 8th day of February 2002, before me personally appeared Robert J Levin to me known who, being by me duly sworn, did depose and say that he/she is vice president of Dun & Bradstreet, Inc., a Delaware corporation; ~~who, being duly sworn, did depose and say that he/she is the~~ CTM ~~in such corporation,~~ ^{CTM} the corporation described in and which executed the foregoing instrument; that he/she is authorized by such corporation to execute and deliver said instrument on behalf of such corporation; and that he/she acknowledged said instrument to be the free act and deed of said corporation.


Notary Public

CHRISTINE M. CAPPUCCIA
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires April 4, 2002

(Affix Seal Below)