

1-31-92

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Patent and Trademark Office
Attorney Docket No: SAFIC62152

To the Director - U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Financial Passport, Inc.

Individuals Association
 General Partnership Limited Partnership
 Corporation-State of Delaware
 Other _____

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

2. Name and address of receiving party(ies):
Name: SAFECO Insurance Company of America
Address: SAFECO Plaza

City: Seattle State: WA ZIP: 98195

Individual(s) citizenship _____
 Association State of _____
 General Partnership State of _____
 Limited Partnership State of _____
 Corporation-State State of Washington _____
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation 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 21, 2002

4. Application number(s) or registration number(s):
 A. Trademark Application No(s).
 Additional numbers attached? Yes No

B. Trademark Registration No(s). 2,203,495

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

Faye L. Tomlinson, Esq.
 CHRISTENSEN O'CONNOR
 JOHNSON KINDNESS^{PLLC}
 1420 Fifth Avenue
 Suite 2800
 Seattle, WA 98101-2347
 206.682.8100

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):..... \$ 40.00

8. The Director is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

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.

Faye L. Tomlinson
 Name of Attorney or Agent
 Registration No.
 Direct Dial 206.695.1717

Faye L. Tomlinson 9/11/03
 Signature Date

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

OMB No. 0651-0011 (exp. 4/94)

GFH \$40.00 031740 2203495

ASSIGNMENT OF TRADEMARK REGISTRATION

WHEREAS, Financial Passport, Inc., a Delaware corporation, having the business address of 8605 Westwood Center Drive, Suite 500, Vienna, VA 22183 (hereinafter the "Assignor"), is the owner of U.S. Trademark Registration No. 2,203,495 for the mark PACE FINANCIAL NETWORK; and

WHEREAS, SAFECO Insurance Company of America, a Washington corporation, having the business address of SAFECO Plaza, Seattle, Washington 98195 (hereinafter the "Assignee"), wants to acquire said registration and Assignor's rights to said mark;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor does hereby assign to said Assignee all right and title to and interest in the mark, including the Registration No. 2,203,495 therefor.

The Commissioner of Patents and Trademarks is requested to issue the Certificate of Registration to Assignee.

Executed at Omaha, Nebraska this 21st day of August 2002.

Financial Passport, Inc.

J. Peter Ricketts
By: J. Peter Ricketts
Title: Corporate Secretary

STATE OF Nebraska)
)
COUNTY OF Douglas)

On this 21st day of August, 2002, J. Peter Ricketts personally appeared before me, known to me to be the individual named above who executed the within and foregoing instrument, and acknowledged that she signed the same as her free and voluntary act and deed, for the uses and purposes therein mentioned.



Joan F. Kost
Notary Public
My commission expires
SEPT. 30, 2003

JHL:SLJ