

VIA TELEFACSIMILE - 703-306-5995

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1-31-92

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Director of the United States Patent and Trademark Office. Please record the attached original documents or copy thereof.
P.O. Box 1450
Alexandria, VA 22313-1450

<p>1. Name of conveying party(ics): Pershing LLC</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Other <u>Delaware Limited Liability Company</u></p> <p>Additional name(s) of conveying party(jes) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ics): Name: Pershing Investments LLC</p> <p>Internal Address Street Address - White Clay Center, Route 273</p> <p>City <u>Newark</u> State <u>DE</u> ZIP <u>19711</u></p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Other <u>Delaware Limited Liability Company</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>February 18, 2004</u></p>	<p>6. Total number of applications and registrations involved: <u>4</u></p> <p>7. Total fee (37 CFR 3.41)..... \$ <u>115</u> Please charge to the deposit account listed in Section 8.</p> <p>8. Deposit account number: <u>16-1150</u></p>
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<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) _____</p> <p>Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>B. Trademark registration No.(s) <u>See attached schedule</u></p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>JONES DAY 222 East 41st Street New York, New York 10017</p> <p>Attn: <u>Ilene B. Tannen, Esq.</u></p> <p>File No.: <u>516-154/171/199/202-999</u></p>	<p>DO NOT USE THIS SPACE</p>
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<p>DO NOT USE THIS SPACE</p>	
<p>9. Statement and signature. <i>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.</i></p> <p><u>Ilene B. Tannen</u> <u>[Signature]</u> Name of Person Signing Reg. No. Signature</p>	<p>February 24, 2004 Date</p> <p>Total number of pages comprising cover sheet: <u>2</u></p>

Mail documents to be recorded with required cover sheet information to:
Director of the United States Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

CH \$115.00 161150 2702137

SCHEDULE A

MARK	REG NO.
A WHOLE NEW DIRECTION	2,702,137
HELPING OUR CUSTOMERS GROW THEIR BUSINESS	2,265,025
TRADING WITHOUT THE TRADE OFFS	2,795,336
WORLD ADVISOR	2,409,477

ASSIGNMENT OF TRADEMARKS - U.S.


WHEREAS, Pershing LLC, a Delaware limited liability company, located at One Pershing Plaza, Jersey City, New Jersey, 07399, is the owner of the trademarks and their corresponding registrations listed on Schedule A attached hereto (hereinafter "the Marks");

WHEREAS, Pershing Investments LLC, a Delaware limited liability company, located at White Clay Center, Route 273, Newark, Delaware 19711, is desirous of acquiring said rights in and to the Marks listed on Schedule A;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Pershing LLC, does hereby assign unto Pershing Investments LLC, all right, title and interest in and to the Marks, together with the goodwill symbolized by the Marks and the registrations thereon, together with all accrued causes of action for infringement or misappropriation thereof.

PERSHING LLCDated: February 18, 2004

By


Name: Eliot Wagner
Title: Director & Counsel

SCHEDULE A

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