

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) **RECORDATION FORM COVER SHEET TRADEMARKS ONLY** U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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


<p>1. Name of conveying party(ies): Zurich Capital Markets, Inc. One Chase Manhattan Plaza New York, NY 10005</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: ZCM Investor Capital Inc. Internal Address: _____</p> <p>Street Address: One Chase Manhattan Plaza City: New York State: NY Zip: 10005</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State Delaware <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment!)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance: <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: February 3, 2004</p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76/430,908; 76/426,344</p>	<p>B. Trademark Registration No.(s) 2,612,614</p>
<p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: Kim A. Walker, Esq. Internal Address: Wilkie Farr & Gallagher, LLP _____ _____</p> <p>Street Address: 787 Seventh Avenue _____</p> <p>City: New York State: NY Zip: 10019</p>	<p>6. Total number of applications and registrations involved: 3</p> <p>7. Total fee (37 CFR 3.41)..... \$ 90.00</p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 23-2405</p>
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DO NOT USE THIS SPACE

9. Signature.

Emily R. Luskin  2/3/04

Name of Person Signing Signature Date

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

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

CH \$90.00 232405 76430908

EXECUTION COPY**TRADEMARK ASSIGNMENT**

This Assignment is made on this 3rd day of FEBRUARY, 2004 (the "Trademark Assignment") between ZURICH CAPITAL MARKETS, INC., a Delaware corporation with its principal place of business located at One Chase Manhattan Plaza, New York, NY 10005 ("Assignor"), and ZCM INVESTOR CAPITAL INC., a Delaware corporation with its principal place of business located at One Chase Manhattan Plaza, New York, NY 10005 ("ZCMIC") ("Assignee").

WHEREAS, Assignor owns all right, title, and interest in and to the trademarks and service marks listed on the attached Schedule A, all applications and registrations pertaining thereto and all common law rights associated therewith, together with all goodwill arising from the use of and symbolized by said trademarks (the "Trademarks"); and

WHEREAS, Assignee is the wholly-owned subsidiary of Assignor and Assignor has agreed to assign and Assignee has agreed to acquire, all right, title and interest in and to the Trademarks, together with the business and all of the goodwill associated therewith, and all rights to claims of past infringement thereof.

NOW THEREFORE, in consideration for the sum of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, sell, transfer and convey to Assignee, its successors and assigns, all of Assignor's right, title, and interest in and to the Trademarks throughout the world, including all applications therefor and all goodwill pertaining thereto, the right to conduct business under the Trademarks, including the right to license others under the Trademarks, the portion of the business of Assignor to which any intent-to-use application pertains to, and all rights to sue and to collect all damages and payments for claims of past or future infringements or misappropriations thereof.

Assignor hereby agrees to execute upon the request of Assignee, at Assignee's expense, such additional documents as are necessary to register and otherwise give full effect to and to perfect the rights of Assignee under this Trademark Assignment in and to the Trademarks worldwide, including all documents necessary to register in the name of Assignee the assignment of the Trademarks with the United States Patent & Trademark Office and, with respect to any equivalent foreign rights, with any other appropriate foreign or international office or registrar, and reasonably assist, at Assignee's expense, in any proceedings relating to Assignee's right, title, interest and benefit in and to the Trademarks.

IN WITNESS WHEREOF, the undersigned have executed this Trademark Assignment on the date first written above.


ASSIGNOR:

ZURICH CAPITAL MARKETS, INC.

By: 
Name: RICHARD PRICE
Title: PRESIDENT

ASSIGNEE:

ZCM INVESTOR CAPITAL INC.

By: 
Name: Fred J. Matt
Title: President & CEO

SCHEDULE A

Country	Trademark	Registered Owner	Reg. No/ (App. No)	Reg. Date/ (App. Date)
U.S.	JF (stylized)	Zurich Capital Markets, Inc.	(76/430,908)	(7/15/02)
U.S.	JF	Zurich Capital Markets, Inc.	(76/426,344)	(6/28/02)
U.S.	Javelin	Zurich Capital Markets, Inc.	2,612,614	8/27/02