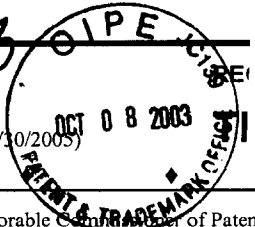


Tab settings =>=>=>



10-14-2003



102573909

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

1. Name of conveying party(ies):
CitiCapital Commercial Leasing Corporation

Individual(s) Association
 General Partnership Limited Partnership
 Corporation—State Indiana
 Other _____

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

2. Name and address of receiving party(ies)
Name: Gelco Corporation (d/b/a GE Fleet Services)
Internal
Address: Attention: General Counsel
Street Address: 3 Capital Drive
City: Eden Prairie State: MN Zip: 55344

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation – State Delaware
 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: September 30, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
76/510,742

Additional number(s) attached? Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Elizabeth J. Moody, Esq.
Internal Address: _____
Paul, Weiss, Rifkind, Wharton & Garrison LLP
Street Address: _____
1285 Avenue of the Americas
City: New York State: NY Zip: 10019-6064

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

10/10/2003 BYRNE 00000262 76510742
01 FC: 521 40.00 BP

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.

Elizabeth J. Moody
Name of Person Signing

Elizabeth J. Moody
Signature

10-7-03
Date

Total number of pages including cover sheet, attachments, and documents: 7

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

TRADEMARK ASSIGNMENT

TRADEMARK ASSIGNMENT dated as of September 30, 2003, made by CitiCapital Commercial Leasing Corporation, an Indiana corporation ("Assignor"), in favor of Gelco Corporation (d/b/a GE Fleet Services), a Delaware corporation ("Assignee").

WHEREAS, Assignor is the owner of the trademark application listed on Schedule 1 attached (the "Mark").

WHEREAS, Assignee desires to acquire the Mark and any and all goodwill associated with the Marks;

WHEREAS, pursuant to the Purchase and Sale Agreement, dated as of September 30, 2003, between Assignor and Assignee, Assignor agreed to assign all right, title and interest in and to the Mark and any and all goodwill associated with the Mark to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, transfers, assigns, and otherwise conveys to Assignee, all of Assignor's right, title, and interest in and to the Mark, along with the following:

1. the goodwill of the business symbolized by and associated with the Mark; and
2. all rights to proceeds of the foregoing, including, without limitation, any claim by Assignor against third parties for past, present, or future infringement of the Mark.

The parties have caused this Trademark Assignment to be duly executed and authorized as of the date hereof.

CITICAPITAL COMMERCIAL LEASING CORPORATION

By: 

Name: Richard V. Schmelz

Title: Managing Director and Executive Vice President

GELCO CORPORATION (d/b/a GE Fleet Services)

By: _____

Name:

Title:

Trademark Assignment

TRADEMARK
REEL: 002842 FRAME: 0700

STATE OF TEXAS)

: ss.:

COUNTY OF DALLAS)

On this 30th day of September, 2003 before me personally came Richard V. Schmelz, to me known to be the person who signed the foregoing instrument and who being duly sworn by me did depose and state that he is the Managing Director of CitiCapital Commercial Leasing Corporation; he signed the instrument in the name of CitiCapital Commercial Leasing Corporation; and he had the authority to sign the instrument on behalf of CitiCapital Commercial Leasing Corporation.

Rhonda Kemp

Notary Public



Rhonda Kemp
Notary Public, State of Texas
My Commission Expires
6-23-2004

The parties have caused this Trademark Assignment to be duly executed and authorized as of the date hereof.

CITICAPITAL COMMERCIAL LEASING CORPORATION

By: _____

Name:

Title:

GELCO CORPORATION (d/b/a GE Fleet Services)

By:  _____

Name:

Title:

Richard G. Chenitz
Senior Vice President

STATE OF NEW YORK)

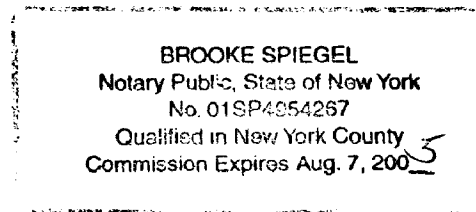
: ss.:

COUNTY OF NEW YORK)

On this 30th day of September, 2003 before me personally came Richard J. Chertk to me known to be the person who signed the foregoing instrument and who being duly sworn by me did depose and state that [he, she] is the Senior Vice President of Gelco Corporation; [he, she] signed the instrument in the name of Gelco Corporation; and [he, she] had the authority to sign the instrument on behalf of Gelco Corporation.



Notary Public



SCHEDULE 1

SERVICE MARK

FLEETCOMPLETE (U.S. Serial No. 76/510,742)