

03-31-2004

Form PTO-1594
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

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

Individuals Association
 General Partnership Limited Partnership

Corporation - Ohio
 Other

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

2. Name and address of receiving party(ies):
Name: Cordiant Communications Group plc

Internal Address:
Street Address: 1-5 Midford Place
City: London Country: England Zip Code: W1T 5BB

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership - _____
 Corporation United Kingdom
 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

OFFICE OF PUBLIC RECORDS
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FINANCE SECTION

3. Nature of conveyance:

Assignment Merger
 Security Interest Change of Name
 Other

Execution Date: February 5, 2004

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

Additional numbers attached? Yes No

Trademark Registration No.(s)
1903854

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Helen Bruno, Senior Legal Assistant
Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas
City: New York State: New York ZIP: 10036

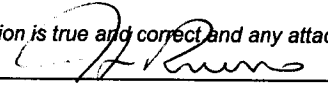
6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
23-1705 (in case of deficiency)
 (Attach duplicate copy of this page if paying by deposit account)

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.

Helen Bruno  March 26, 2004
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 4

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

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Mail documents to be recorded with required cover sheet information to:

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Director of US Patent and Trademark Office
PO Box 1450
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TRADEMARK ASSIGNMENT

WHEREAS, Cordiant Communications Group plc, a United Kingdom corporation (“**Assignee**”), has adopted, owns and is using the trademark/servicemark FITCH (the “**Mark**”) in the United States and elsewhere in connection with certain advertising, consulting and related services; and

WHEREAS, Fitch, Inc. an Ohio corporation (“**Assignor**”) that is related to Assignee and that is part of the Fitch Worldwide group of companies, has registered the Mark on the Principal Register of the United States Patent & Trademark Office as described on Schedule A annexed hereto (the “**Registration**”); and

WHEREAS, Assignor desires to convey the Registration to Assignee, and Assignee desires to acquire the Registration.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee the Registration, together with all of Assignor’s common-law and statutory right, title and interest in and to the Mark in the United States, and together the goodwill of the business symbolized by the Mark, and all corresponding registrations.

IN WITNESS WHEREOF, Assignor has caused this instrument to be executed this 5th day of February, 2004 by its duly authorized agent.

FITCH, INC.

By: Scott A Wolfe
Name: Scott A Wolfe
Title: CFO

ACKNOWLEDGMENT

STATE OF Ohio)

: ss.:

COUNTY OF Delaware)

On this 5th day of February, 2004, before me personally appeared Scott A. Wolfe to me known who, being by me duly sworn, did depose and say that he/she is CFO of Fitch, Inc. described herein and which executed the foregoing instrument and that he/she signed his/her name thereto pursuant to the authority granted by Fitch, Inc.

Judith D. Schaefer
Notary Public

**JUDITH D. SCHAEFER
NOTARY PUBLIC-STATE OF OHIO
COMMISSION EXPIRES 5/27/07**

Schedule A – Trademark Registration

| Trademark | Goods | Registration No. | Registration Date |
|------------------|--|-------------------------|--------------------------|
| FITCH | Consulting services for retail, product, industrial and packaging design | 1903854 | July 4, 1995 |