

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
LifeRamp Family Financial, Inc.		09/27/2004	CORPORATION: UTAH

RECEIVING PARTY DATA	
Name:	Ramp Corporation
Street Address:	33 Maiden Lane, Fifth Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10038
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Serial Number:	78302183	LIFERAMP LIVINGCHOICE

CORRESPONDENCE DATA	
Fax Number:	(650)213-0260
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(650)812-1300
Email:	patrademarks@manatt.com
Correspondent Name:	Manatt, Phelps & Phillips, LLP
Address Line 1:	1001 Page Mill Road, Building 2
Address Line 4:	Palo Alto, CALIFORNIA 94304

ATTORNEY DOCKET NUMBER:	26409.030
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NAME OF SUBMITTER:	Charlotte C. Carberry, Paralegal
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Total Attachments: 2
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TRADEMARK ASSIGNMENT

This Trademark Assignment ("Assignment") is made on this 21st day of September, 2004 ("Effective Date"), by and between LifeRamp Family Financial, Inc., a Utah corporation, with a principal place of business located at 1600 West 220 South, Suite 104, Salt Lake City, Utah 84111 ("Assignor"); and Ramp Corporation, a Delaware corporation with a principal place of business located at 33 Maiden Lane, Fifth Floor, New York, NY 10038 ("Assignee").

WHEREAS, Assignor is the owner of the following trademark ("Trademark"), has a bona fide intention to use the Trademark in interstate commerce, but has not yet filed an allegation of use of the Trademark under Section 1(c) or 1(d) of the Trademark Act, and is the owner of their corresponding United States trademark application ("the Application");

Trademark	U.S. Serial Number	Filing Date
LIFERAMP LIVINGCHOICE	78/302183	September 18, 2003

AND WHEREAS, Assignor desires to assign the Trademark and the Application to Assignee, and Assignee is acquiring the entire business or portion thereof to which the Trademark pertains as required by 15 USC § 1060,

NOW, THEREFORE, Assignor and Assignee agree to the following terms and conditions.

- 1. Assignment.** Assignor hereby assigns to Assignee, effective as of the date of this Assignment, all its right, title and interest in and to the Trademark and in and to the Application, and all the business goodwill inherent in the Trademark and in the Application.
- 2. Warranties.** Assignor warrants and represents that it has complete ownership rights in the Trademark and in the Application and full authority to make this Assignment.
- 3. Counterparts.** This Assignment may be executed in one or more counterparts, each of which shall be deemed an original and all of which shall be taken together and deemed to be one instrument.
- 4. Entire Assignment.** This Assignment sets forth the entire understanding and agreement of the parties and supersedes any and all oral or written agreements or understandings between the parties as to the subject matter of this Assignment. This Assignment may be changed only by a writing signed by both parties. Neither party is relying upon any warranties, representations, assurances, or inducements not expressly set forth herein.

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Sep 27 2004 12:38 RAMP CORPORATION

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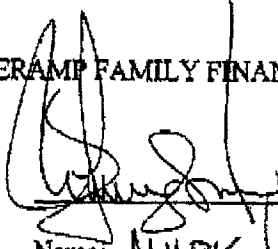
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IN WITNESS WHEREOF, Assignor and Assignee have each caused this Assignment to be duly executed and delivered as of the date first written above.

ASSIGNOR:

LIFERAMP FAMILY FINANCIAL, INC.

By:



Name: MARK WEINSTEIN

Title: C.O.O.

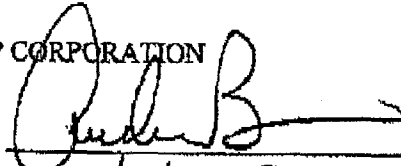
Date:

9/27/04

ASSIGNEE:

RAMP CORPORATION

By:



Name: Andrew Brown

Title: CEO

Date:

9/27/04

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