

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FED USA, INC.		12/31/2004	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	FED USA FRANCHISING, INC.		
Street Address:	4161 NW 5th Street		
City:	Plantation		
State/Country:	FLORIDA		
Postal Code:	33317		
Entity Type:	CORPORATION: FLORIDA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2655460	FED USA	
Registration Number:	2647992	FED USA INSURANCE/FINANCIAL SERVICES	
Registration Number:	2647991	FED USA	
CORRESPONDENCE DATA			
Fax Number:	(214)969-4343		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	214-969-4214		
Email:	trademarkdallas@akingump.com		
Correspondent Name:	Akin Gump Strauss Hauer & Feld LLP		
Address Line 1:	P.O. Box 688		
Address Line 4:	Dallas, TEXAS 75313-0688		
NAME OF SUBMITTER:	John M. Cone		
Signature:	/johnmcone/		
Date:	01/07/2005		

CH \$90.00 2655460

TRADEMARK ASSIGNMENT


WHEREAS, Fed USA, Inc., a Florida corporation ("*Assignor*"), has adopted and is using the trademarks FED USA logo, FED USA, FED USA/Insurance/Finance Services in connection with the non-standard automobile insurance agency business and is the owner of Registration Numbers 2655460, 2647992 and 2647991 in the United States Patent and Trademark Office; and

WHEREAS, Assignor is desirous of assigning the aforesaid marks and registration numbers 2655460, 2647992 and 2647991 to Fed USA Franchising, Inc., a Florida corporation ("*Assignee*").

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby transfer, assign and convey unto Assignee all its right, title and interest in and to the trademark FED USA including, but not limited to, Registration Nos. 2655460, 2647992 and 2647991, all right, title and interest in and to the trademark under common law or otherwise in all jurisdictions worldwide, together with the goodwill of the business symbolized by the said trademark.

IN WITNESS WHEREOF, Assignor has caused this document to be duly and legally executed this 31st day of December, 2004.

FED USA, INC.

By: 
Name: Jose E. Merille
Title: President