

## 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           |
|-----------------------|----------|----------------|-----------------------|
| Netmarket Group, Inc. |          | 10/17/2005     | CORPORATION: DELAWARE |

## RECEIVING PARTY DATA

|                 |                        |
|-----------------|------------------------|
| Name:           | NGI Holdings, Inc.     |
| Street Address: | 100 CONNECTICUT AVENUE |
| City:           | NORWALK                |
| State/Country:  | CONNECTICUT            |
| Postal Code:    | 06850                  |
| Entity Type:    | CORPORATION: DELAWARE  |

## PROPERTY NUMBERS Total: 9

| Property Type        | Number  | Word Mark                               |
|----------------------|---------|-----------------------------------------|
| Registration Number: | 2375936 | FAREAGENT                               |
| Registration Number: | 2380589 | N                                       |
| Registration Number: | 2036825 | NETMARKET                               |
| Registration Number: | 2141393 | NETMARKET                               |
| Registration Number: | 2380588 | NETMARKET                               |
| Registration Number: | 2392765 | NETMARKET N                             |
| Registration Number: | 2927426 | NETMARKET.COM                           |
| Registration Number: | 2628639 | NETSANTA                                |
| Registration Number: | 2475335 | SAVE TIME, SAVE MONEY, SAVE YOUR SANITY |

## CORRESPONDENCE DATA

Fax Number: (973)496-4624

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 9734965139

Email: susan.crane@cendant.com

TRADEMARK

REEL: 003216 FRAME: 0858

900038594

CH \$240.00 2375936

Correspondent Name: Susan Crane  
Address Line 1: 1 Sylvan Way  
Address Line 4: Parsippany, NEW JERSEY 07054

ATTORNEY DOCKET NUMBER:

ZENITH

NAME OF SUBMITTER:

Susan L. Crane

Signature:

/susanlcrane/

Date:

12/27/2005

Total Attachments: 4

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## ASSIGNMENT OF TRADEMARK RIGHTS

WHEREAS Netmarket Group, Inc. ("Assignor"), a Delaware corporation with its principal place of business at 100 Connecticut Avenue, Norwalk, CT 06850, is the owner of the trademarks and trademark applications and registrations that are the subject of this assignment and are set forth on Exhibit 1 (the "Marks");

WHEREAS NGI Holdings, Inc. ("Assignee"), a Delaware corporation with its principal place of business at 100 Connecticut Avenue, Norwalk, CT 06850, is desirous of acquiring the Marks, the applications and registrations thereof and the goodwill associated therewith effective as of June 23, 2005;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, Assignor does, effective as of June 23, 2005, hereby assign unto Assignee, all rights, title and interest in and to the Marks together with that portion of its business relating to the Marks and the goodwill appurtenant thereto, including, but not limited to, any right to collect damages for past infringements.

NETMARKET GROUP, INC.

By: Claire Mahoney  
Name: Claire Mahoney  
Title: Senior Vice President  
Dated: October \_\_, 2005

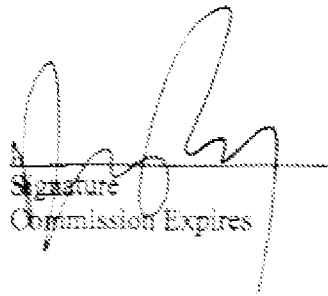
NGI HOLDINGS, INC.

By: Claire Mahoney  
Name: Claire Mahoney  
Title: Senior Vice President  
Dated: October \_\_, 2005

ACKNOWLEDGEMENT

On this 17<sup>th</sup> day of October, 2005, at 4 Times Square, New York, NY, before me, the undersigned notary public, personally appeared Claire Mahoney, to me known, who being my be duly sworn did depose and say that she is Senior Vice President of NETMARKET GROUP, INC., the entity described in and which executed the foregoing assignment; that she signed the foregoing assignment; and that she was authorized by said entity to sign the foregoing assignment.

Notary Seal

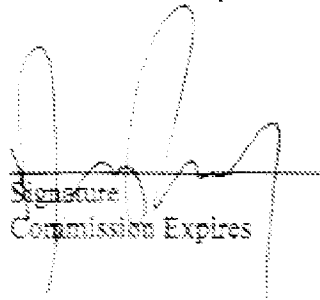
  
Signature  
Commission Expires

**JOSEPH A. RAY**  
**NOTARY PUBLIC, State of New York**  
**No. 01608110000**  
**Qualified in New York County**  
**Commission Expires Sept. 20, 2008**

ACKNOWLEDGEMENT

On this 17<sup>th</sup> day of October, 2005, at 4 Times Square New York, NY, before me, the undersigned notary public, personally appeared Claire Mahoney, to me known, who being by me duly sworn did depose and say that she is Senior Vice President of NGI HOLDINGS, INC., the entity described in and which executed the foregoing assignment; that she signed the foregoing assignment; and that she was authorized by said entity to sign the foregoing assignment.

Notary Seal

  
Signature  
Commission Expires

**JOSHUA FRY**  
NOTARY PUBLIC, State of New York  
No. 01948115000  
Qualified in New York County  
Commission Expires Sept. 25, 2008

EXHIBIT 1

United States

| Trademark                                  | Registration No. |
|--------------------------------------------|------------------|
| FAREAGENT                                  | 2375936          |
| N and Design                               | 2380589          |
| NETMARKET                                  | 2036825          |
| NETMARKET                                  | 2141393          |
| NETMARKET (Stylized)                       | 2380588          |
| NETMARKET N (Stylized)                     | 2392765          |
| NETMARKET.COM (Stylized)                   | 2927426          |
| NETSANTA                                   | 2628639          |
| SAVE TIME, SAVE MONEY, SAVE<br>YOUR SANITY | 2475335          |