

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Walden-Hay, Inc.		03/31/2006	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Capital One Financial Corporation		
<b>Street Address:</b>	15000 Capital One Drive		
<b>Internal Address:</b>	12072-0300/Becky Dimmett		
<b>City:</b>	Richmond		
<b>State/Country:</b>	VIRGINIA		
<b>Postal Code:</b>	23238		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2329670	SMARTREFI	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(804)284-2756		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	8042841155		
<b>Email:</b>	becky.dimmett@capitalone.com		
<b>Correspondent Name:</b>	Capital One Financial Corporation		
<b>Address Line 1:</b>	15000 Capital One Drive		
<b>Address Line 2:</b>	12072-0300/Becky Dimmett		
<b>Address Line 4:</b>	Richmond, VIRGINIA 23238		
<b>NAME OF SUBMITTER:</b>	Becky Dimmett		
<b>Signature:</b>	/beckydimmett/		
<b>Date:</b>	04/26/2006		

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Total Attachments: 2

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**ASSIGNMENT**

Walden-Hays, Inc., a New York corporation with its principle place of business at 853 Broadway, Suite 412, New York, NY 10004 ("Assignor"), is the owner of the registration identified in Exhibit "A" ("The Trademark") as a result of a prior assignment between Assignor and Washington Mutual Bank, FA, a copy of which is attached as Exhibit "B".

Capital One Financial Corporation, a Delaware corporation, with its principal place of business at 15000 Capital One Drive, Richmond Va. 23238 ("Assignee"), wishes to acquire the Trademark.

In consideration of the foregoing and for other good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, Assignor hereby assigns to Assignee all rights, title and interest in and to the Trademark, together with the goodwill of the business associated with the Trademark, and the right to sue and recover for past infringements, dilution and other violations.

WALDEN-HAYS, INC.

By: [Signature]

Name: ROBERT L. JACKSON

Title: PRESIDENT

Date: 3/31/06

EXHIBIT "A"

<u>MARK</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>
SMARTREFI	2,329,670	March 14, 2000

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