

**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
Cendant Finance Holding Company LLC		07/26/2006	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	C21 TM Corp.
Street Address:	27271 Las Ramblas
Internal Address:	Suite #132
City:	Mission Viejo
State/Country:	CALIFORNIA
Postal Code:	92691
Entity Type:	CORPORATION: CALIFORNIA

**PROPERTY NUMBERS Total: 103**

Property Type	Number	Word Mark
Registration Number:	2376323	1-800-4-HOUSES
Registration Number:	1526181	2&1
Registration Number:	2113555	21 ONLINE
Registration Number:	2300743	21ST CENTURY
Serial Number:	78565509	21ST CENTURY
Registration Number:	3055063	21ST CENTURY CASUALTY
Serial Number:	78565505	21ST CENTURY INSURANCE
Registration Number:	2685577	21ST CENTURY NEWS
Registration Number:	1212383	AD/PAC
Serial Number:	78815003	AGENTS OF CHANGE
Registration Number:	2960793	AT HOME WITH CENTURY 21
Registration Number:	1812377	BUYER SERVICE PLEDGE
Registration Number:	2933408	C 21

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Registration Number:	1268185	C-21
Registration Number:	2809296	C21 TALK RADIO FOR THE REAL WORLD
Registration Number:	1563740	CENTURION
Registration Number:	1553298	CENTURION
Registration Number:	1563741	CENTURION
Registration Number:	1553297	
Registration Number:	2981964	CENTURION HONOR SOCIETY
Registration Number:	1429531	CENTURY 21
Registration Number:	1063488	CENTURY 21
Registration Number:	1085039	CENTURY 21
Registration Number:	1304095	CENTURY 21
Registration Number:	2178970	CENTURY 21
Registration Number:	2762774	CENTURY 21
Registration Number:	2662159	CENTURY 21
Registration Number:	1631850	CENTURY 21
Registration Number:	1104464	CENTURY 21
Registration Number:	1085040	CENTURY 21
Registration Number:	1771535	CENTURY 21
Registration Number:	1263774	CENTURY 21
Registration Number:	1576475	CENTURY 21
Registration Number:	2027670	CENTURY 21
Serial Number:	78852446	
Serial Number:	78852448	
Registration Number:	2656899	CENTURY 21 BUILDER CONNECTIONS
Serial Number:	78827023	CENTURY 21 COMMERCIAL
Serial Number:	78815005	CENTURY 21 COMMERCIAL
Registration Number:	2158319	CENTURY 21 COMMERCIAL INVESTMENT NETWORK
Registration Number:	2378922	CENTURY 21 CONNECTIONS REAL CONVENIENCEREAL VALUE
Registration Number:	3007069	CENTURY 21 FINE HOMES & ESTATES
Serial Number:	78785304	CENTURY 21 FINE HOMES & ESTATES
Registration Number:	2612738	CENTURY 21 FINE HOMES & ESTATES
Registration Number:	2725830	CENTURY 21 GLOBAL REFERRAL NETWORK
Registration Number:	2056357	CENTURY 21 HOME IMPROVEMENTS
Registration Number:	2585459	CENTURY 21 LEARNING SYSTEM

Registration Number:	2633322	CENTURY 21 MATURE MOVES
Registration Number:	2633331	CENTURY 21 MATURE MOVES
Registration Number:	1526059	CENTURY 21 MILITARY RELOCATION NETWORK
Registration Number:	2615437	CENTURY 21 MORTGAGE
Registration Number:	1307407	CENTURY 21 MORTGAGE CORPORATION
Serial Number:	78827028	CENTURY 21 NEW CONSTRUCTION
Serial Number:	78816057	CENTURY 21 NEW CONSTRUCTION
Serial Number:	78827022	CENTURY 21 RECREATIONAL PROPERTIES
Registration Number:	1950262	CENTURY 21 RECREATIONAL PROPERTIES
Registration Number:	2409744	CENTURY 21 SALES EDGE
Serial Number:	78568316	CENTURY 21 SEARCHROUTER
Registration Number:	1551266	CENTURY 21 STAR
Registration Number:	2585495	CENTURY 22
Registration Number:	2544997	CENTURY 21. COM
Registration Number:	1486479	CENTURYNET
Registration Number:	1486511	CENTURYNET
Registration Number:	1486554	CENTURYNET
Registration Number:	1515199	CENTURYNET
Registration Number:	1493084	CENTURYNET
Registration Number:	1497505	CENTURYNET
Registration Number:	1486553	CENTURYNET
Registration Number:	1486478	CENTURYNET
Registration Number:	1486510	CENTURYNET
Registration Number:	1492190	CENTURYNET
Registration Number:	1551675	CENTURYWRITER
Registration Number:	2720034	CLS CENTURY 21 LEARNING SYSTEM
Registration Number:	2589921	COMPLIMENTS OF THE HOUSE
Registration Number:	2596006	COMPLIMENTS OF THE HOUSE
Registration Number:	2622290	CREATE 21
Registration Number:	1681402	GOLD MEDALLION
Registration Number:	1747396	GOLD MEDALLION
Registration Number:	1594520	HOME BUYER'S KIT
Registration Number:	2983399	NEW CENTURY TITLE COMPANY
Registration Number:	1470480	NEWSCENTER 21
Registration Number:	1662428	OPERATION ORBIT

Registration Number:	1835425	ORBIT
Registration Number:	2357858	POWERPAK 21
Registration Number:	2363571	POWERPAK 21
Serial Number:	78908678	PROFESIONALES, REALIZANDO TU SUEÑO
Registration Number:	1367039	PUT NUMBER 1 TO WORK FOR YOU
Registration Number:	1530053	PUT YOUR TRUST IN NUMBER ONE
Registration Number:	2614917	Q
Registration Number:	1711604	Q.S.P.D.
Registration Number:	1713518	QUALITY SERVICE IN EVERY CUSTOMER CONTACT PROFITABLE DOMINANCE IN THE PRIMARY MARKETPLACE
Registration Number:	2398595	REAL ESTATE FOR THE REAL WORLD
Registration Number:	2815094	REAL ESTATE FOR YOUR WORLD
Registration Number:	1750374	SELLER SERVICE PLEDGE
Serial Number:	78908670	SUEÑA. CONFIA. VIVA.
Serial Number:	78605777	SYSTEM 21
Serial Number:	78393421	TECH SMARTS
Registration Number:	1161341	THE CENTURY 21 HOME PROTECTION PLAN
Registration Number:	1153864	THE REAL ESTATE INVESTMENT JOURNAL
Registration Number:	2807918	VIRTUAL SOLUTION SERIES
Registration Number:	2207667	WEEKLY WIRE
Registration Number:	1526116	WE'RE THE NEIGHBORHOOD PROFESSIONALS
Serial Number:	78908677	ES TU SUEÑO. CONFIEMOS EN EL.

**CORRESPONDENCE DATA**

Fax Number: (973)407-5331  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
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Correspondent Name: Joan T. Pinaire / Walter F. Dembiec, Jr.  
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ATTORNEY DOCKET NUMBER:	CFHC - C21 TM CORP
NAME OF SUBMITTER:	Joan T. Pinaire
Signature:	/Joan T. Pinaire/
Date:	08/23/2006

**Total Attachments: 5**

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## ASSIGNMENT OF U.S. TRADEMARK RIGHTS

WHEREAS Cendant Finance Holding Company LLC ("**Assignor**" or "**CFHC**"), a Delaware limited liability company with its principal place of business at 1 Campus Drive, Parsippany, New Jersey 07054 is the owner of the trademarks, United States Trademark registrations and pending United States trademark applications that are the subject of this assignment and are set forth on Exhibit 1 (the "Marks");

WHEREAS C21 TM Corp. ("**Assignee**" or "**C21**"), a California corporation with its principal place of business at 27271 Las Ramblas, Suite #132, Mission Viejo, California 92691 is desirous of acquiring the Marks, the registrations and applications thereof and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, Assignor does 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.

CENDANT FINANCE HOLDING COMPANY  
LLC, By Cendant Corporation, its sole member

By:   
Name: Eric J. Bock  
Title: Executive Vice President, Law and  
Secretary

Date: July 26, 2006

**EXHIBIT 1**

<b>Trademark</b>	<b>Application No.</b>	<b>Filing Date</b>	<b>Registration No.</b>	<b>Registration Date</b>
1-800-4-HOUSES	74469574	14-Dec-1993	2376323	15-Aug-2000
2&1	73735837	22-Jun-1988	1,526,181	21-Feb-1989
21 ONLINE & Design	75099281	06-May-1996	2,113,555	18-Nov-1997
21ST CENTURY	75436943	19-Feb-1998	2,300,743	14-Dec-1999
21ST CENTURY	78565509	11-Feb-2005		
21ST CENTURY CASUALTY	78565519	11-Feb-2005	3055063	03-Jan-2006
21ST CENTURY INSURANCE	78565505	11-Feb-2005		
21ST CENTURY NEWS	76279430	02-Jul-2001	2,685,577	11-Feb-2003
AD/PAC	73260228	29-Apr-1980	1,212,383	12-Oct-1982
AGENTS OF CHANGE	78815003	15-Feb-2006		
AT HOME WITH CENTURY 21	78195146	17-Dec-2002	2960793	07-Jun-2005
BUYER SERVICE PLEDGE	74122856	12-Dec-1990	1,812,377	21-Dec-1993
C21	78427047	28-May-2004	2,933,408	15-Mar-2005
C-21	73368407	07-Jun-1982	1,268,185	21-Feb-1984
C21 TALK RADIO FOR THE REAL WORLD	78061343	01-May-2001	2809296	27-Jan-2004
CENTURION	73754544	28-Sep-1988	1,563,740	31-Oct-1989
CENTURION	73754545	28-Sep-1988	1,553,298	22-Aug-1989
CENTURION & Design	73754547	28-Sep-1988	1,563,741	31-Oct-1989
CENTURION Design	73754543	28-Sep-1988	1,553,297	22-Aug-1989
CENTURION HONOR SOCIETY	78302129	18-Sep-2003	2981964	02-Aug-2005
CENTURY 21	73608730	10-Jul-1986	1429531	17-Feb-1987
CENTURY 21	73072695	13-Jan-1975	1063488	12-Apr-1977
CENTURY 21	73133892	14-Jul-1977	1085039	07-Feb-1978
CENTURY 21	73421810	15-Apr-1983	1304095	06-Nov-1984
CENTURY 21	75071763	13-Mar-1996	2178970	04-Aug-1998
CENTURY 21	78008646	18-May-2000	2762774	09-Sep-2003
CENTURY 21	76279429	02-Jul-2001	2662159	17-Dec-2002
CENTURY 21 & Jacket Design	73774121	11-Jan-1989	1,631,850	15-Jan-1991
CENTURY 21 & New House Design	73138501	22-Aug-1977	1104464	17-Oct-1978
CENTURY 21 & New House Design	73133894	14-Jul-1977	1085040	07-Feb-1978
CENTURY 21 & New House Design	74142432	26-Feb-1991	1771535	18-May-1993
CENTURY 21 & Sign & Post Design	73262350	16-May-1980	1263774	10-Jan-1984
CENTURY 21 & Sign Design	73783422	11-Jan-1989	1576475	09-Jan-1990
CENTURY 21 & Sign Design	74631924	09-Feb-1995	2027670	31-Dec-1996

Trademark	Application No.	Filing Date	Registration No.	Registration Date
CENTURY 21 (New House Design with Floor)	78852446	03-Apr-2006		
CENTURY 21 (New House Design)	78852448	03-Apr-2006		
CENTURY 21 BUILDER CONNECTIONS & Design	75906666	02-Feb-2000	2,656,899	03-Dec-2002
CENTURY 21 COMMERCIAL	78827023	02-Mar-2006		
CENTURY 21 COMMERCIAL & Design	78815005	15-Feb-2006		
CENTURY 21 COMMERCIAL INVESTMENT NETWORK & Design	75193702	05-Nov-1996	2,158,319	19-May-1998
CENTURY 21 CONNECTIONS REAL CONVENIENCE REAL VALUE & Design	75651790	02-Mar-1999	2378922	22-Aug-2000
CENTURY 21 FINE HOMES & ESTATES	76581393	12-Mar-2004	3,007,069	18-Oct-2005
CENTURY 21 FINE HOMES & ESTATES & New Gate Design	78785304	04-Jan-2006		
CENTURY 21 FINE HOMES & ESTATES & Old Gate Design	78011431	06-Jun-2000	2,612,738	27-Aug-2002
CENTURY 21 GLOBAL REFERRAL NETWORK & Design	78047046	07-Feb-2001	2,725,830	10-Jun-2003
CENTURY 21 HOME IMPROVEMENTS & Design	75040965	05-Jan-1996	2,056,357	22-Apr-1997
CENTURY 21 LEARNING SYSTEM	78051378	05-Mar-2001	2,585,459	25-Jun-2002
CENTURY 21 MATURE MOVES	78032288	25-Oct-2000	2,633,322	08-Oct-2002
CENTURY 21 MATURE MOVES & Design	78036319	22-Nov-2000	2,633,331	08-Oct-2002
CENTURY 21 MILITARY RELOCATION NETWORK & Design	73681961	01-Sep-1987	1526059	21-Feb-1989
CENTURY 21 MORTGAGE	78051978	08-Mar-2001	2,615,437	03-Sep-2002
CENTURY 21 MORTGAGE & Design	73421809	15-Apr-1983	1,307,407	27-Nov-1984
CENTURY 21 NEW CONSTRUCTION	78827028	02-Mar-2006		
CENTURY 21 NEW CONSTRUCTION & Design	78816057	22-Feb-2006		
CENTURY 21 RECREATIONAL PROPERTIES	78827022	02-Mar-2006		
CENTURY 21 RECREATIONAL PROPERTIES & Design	74536797	13-Jun-1994	1950262	23-Jan-1996
CENTURY 21 SALES EDGE	75408410	19-Dec-1997	2,409,744	05-Dec-2000



Trademark	Application No.	Filing Date	Registration No.	Registration Date
CENTURY 21 SEARCHROUTER	78568316	16-Feb-2005		
CENTURY 21 STAR	73763539	14-Nov-1988	1,551,266	08-Aug-1989
CENTURY 22	78072436	05-Jul-2001	2,585,495	25-Jun-2002
CENTURY21.COM & Design	76279428	02-Jul-2001	2544997	05-Mar-2002
CENTURYNET	73681978	01-Sep-1987	1,486,479	26-Apr-1988
CENTURYNET	73681974	01-Sep-1987	1486511	26-Apr-1988
CENTURYNET	73681976	01-Sep-1987	1,486,554	26-Apr-1988
CENTURYNET	73681970	01-Sep-1987	1,515,199	06-Dec-1988
CENTURYNET	73681972	01-Sep-1987	1,493,084	21-Jun-1988
CENTURYNET & Design	73681969	01-Sep-1987	1497505	26-Jul-1988
CENTURYNET & Design	73681975	01-Sep-1987	1,486,553	26-Apr-1988
CENTURYNET & Design	73681977	01-Sep-1987	1,486,478	26-Apr-1988
CENTURYNET & Design	73681973	01-Sep-1987	1,486,510	26-Apr-1988
CENTURYNET & Design	73681971	01-Sep-1987	1492190	14-Jun-1988
CENTURYWRITER	73732302	03-Jun-1988	1551675	15-Aug-1989
CLS CENTURY 21 LEARNING SYSTEM & Design	78029441	06-Oct-2000	2,720,034	27-May-2003
COMPLIMENTS OF THE HOUSE	78010783	01-Jun-2000	2,589,921	02-Jul-2002
COMPLIMENTS OF THE HOUSE & Design	78010787	01-Jun-2000	2,596,006	16-Jul-2002
CREATE 21	78021324	15-Aug-2000	2,622,290	17-Sep-2002
ES TU SUENO. CONFIEMOS EN EL	78908677	15-Jun-2006		
GOLD MEDALLION	74090920	24-Aug-1990	1,681,402	31-Mar-1992
GOLD MEDALLION	74090919	24-Aug-1990	1,747,396	19-Jan-1993
HOME BUYER'S KIT	73735836	22-Jun-1988	1,594,520	01-May-1990
NEW CENTURY TITLE COMPANY	75485913	15-May-1998	2983399	09-Aug-2005
NEWSCENTER 21	73619359	11-Sep-1986	1,470,480	29-Dec-1987
OPERATION ORBIT	74040345	20-Mar-1990	1,662,428	29-Oct-1991
ORBIT	74401367	14-Jun-1993	1,835,425	10-May-1994
POWERPAK 21	75071764	13-Mar-1996	2,357,858	13-Jun-2000
POWERPAK 21	75408411	19-Dec-1997	2,363,571	04-Jul-2000
PROFESIONALES, REALIZANDO TU SUENO	78908678	15-Jun-2006		
PUT NUMBER 1 TO WORK FOR YOU	73494432	13-Aug-1984	1367039	22-Oct-1985
PUT YOUR TRUST IN NUMBER ONE	73727081	09-May-1988	1,530,053	14-Mar-1989
Q (stylized)	76282440	11-Jul-2001	2,614,917	03-Sep-2002
Q.S.P.D.	74128727	08-Jan-1991	1,711,604	01-Sep-1992
QUALITY SERVICE IN EVERY CUSTOMER CONTACT . . .	74128781	08-Jan-1991	1,713,518	08-Sep-1992

<b>Trademark</b>	<b>Application No.</b>	<b>Filing Date</b>	<b>Registration No.</b>	<b>Registration Date</b>
REAL ESTATE FOR THE REAL WORLD	75614226	31-Dec-1998	2398595	24-Oct-2000
REAL ESTATE FOR YOUR WORLD	78226832	18-Mar-2003	2,815,094	17-Feb-2004
SELLER SERVICE PLEDGE	74122857	12-Dec-1990	1,750,374	02-Feb-1993
SUENA. CONFIA. VIVA.	78908670	15-Jun-2006		
SYSTEM 21	78605777	11-Apr-2005		
TECH SMARTS	78393421	30-Mar-2004		
THE CENTURY 21 HOME PROTECTION PLAN	73241780	06-Dec-1979	1,161,341	14-Jul-1981
THE REAL ESTATE INVESTMENT JOURNAL	73158117		1,153,864	12-May-1981
VIRTUAL SOLUTION SERIES	76429198	05-Jun-2002	2,807,918	27-Jan-2004
WEEKLY WIRE	75301778	02-Jun-1997	2207667	01-Dec-1998
WE'RE THE NEIGHBORHOOD PROFESSIONALS	73735838	22-Jun-1988	1,526,116	21-Feb-1989