

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Centerstone Insurance and Financial Services		08/22/2006	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Allied Capital Corporation, as Administrative Agent
Street Address:	1919 Pennsylvania Avenue, N.W., 3rd Floor
City:	Washington
State/Country:	DISTRICT OF COLUMBIA
Postal Code:	20006
Entity Type:	CORPORATION: MARYLAND

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Serial Number:	78928576	BENEFITMALL CLIENT READY QUOTE SYSTEM
Serial Number:	78926241	PARTNERSHIP PEOPLE PRODUCTS
Serial Number:	78926207	B BENEFITMALL PARTNERSHIP. PEOPLE. PRODUCTS.
Serial Number:	78725196	W WESTON GROUP BENEFITS, LLC
Registration Number:	2859691	BENEFITMALL
Registration Number:	2859688	B BENEFITMALL
Registration Number:	2903569	BENEFITUNIVERSITY
Registration Number:	2629789	BENEFITMALL.COM
Registration Number:	2562920	B
Registration Number:	2410673	BE A POWER BROKER
Registration Number:	2436636	B BENEFITMALL.COM

CORRESPONDENCE DATA

Fax Number: (704)339-3449

900056396

TRADEMARK
REEL: 003376 FRAME: 0284

OP \$290.00 78928576

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

Email: hcarpenter@rbh.com
Correspondent Name: Heather M. Carpenter
Address Line 1: Robinson, Bradshaw & Hinson, P.A.
Address Line 2: 101 N. Tryon Street, Suite 1900
Address Line 4: Charlotte, NORTH CAROLINA 28246

ATTORNEY DOCKET NUMBER:	12714.01041
NAME OF SUBMITTER:	Heather M. Carpenter
Signature:	/Heather M. Carpenter/
Date:	08/24/2006

Total Attachments: 4

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**ASSIGNMENT AND GRANT OF SECURITY INTEREST
IN PATENTS AND TRADEMARKS**

WHEREAS, CENTERSTONE INSURANCE AND FINANCIAL SERVICES, a California corporation (the "Pledgor") is the owner of the trademarks and service marks listed on Schedule A attached hereto, which marks are registered or have pending registrations in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such trademarks, service marks, registrations and applications, collectively, the "Trademarks") and is the owner of the patents listed on Schedule A attached hereto, which patents are registered or have pending applications in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such patents, registrations and applications, collectively, the "Patents"); and

WHEREAS, the Pledgor has entered into a Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of August 22, 2006, in which the Pledgor has agreed with Allied Capital Corporation, as Administrative Agent (the "Administrative Agent"), with offices at 1919 Pennsylvania Avenue, N.W., 3rd Floor, Washington, DC 20006, to execute this Assignment;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby assign and grant to the Administrative Agent a security interest in all of its right, title and interest in and to the Trademarks and the Patents, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks and the Patents. This Assignment has been given in conjunction with the assignment and security interest granted to the Administrative Agent under the Security Agreement, and the provisions of this Assignment are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

**CENTERSTONE INSURANCE AND
FINANCIAL SERVICES**

By: 

Name:

T. Scott Kirksey

Title:

Vice President, Chief Financial
Officer and Secretary

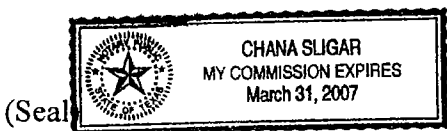
State of Texas

County of Dallas

Before me appeared T. Scott Kirksey, the person who signed this instrument, who acknowledged that he she signed it as a free act on his her own behalf or on behalf of the identified corporation or other juristic entity with authority to do so.

This 22nd day of August, 2006.





Chana Sligar
Notary Public




My Commission Expires: March 31, 2007

Schedule A

TRADEMARKS AND TRADEMARK APPLICATIONS

Mark	Serial No.	Filing Date	Reg. No.	Reg. Date	Owner
BENEFITMALL CLIENT READY QUOTE SYSTEM	78928576	07/13/2006	Pending	Pending	Centerstone Insurance and Financial Services, Inc. dba BenefitMall, Inc.
PARTNERSHIP PEOPLE PRODUCTS	78926241	07/10/2006	Pending	Pending	Centerstone Insurance and Financial Services, Inc. dba BenefitMall, Inc.
 Partnership. People. Products.	78926207	07/10/2006	Pending	Pending	Centerstone Insurance and Financial Services, Inc. dba BenefitMall, Inc.
	78725196	10/03/2005	Pending	Pending	Centerstone Insurance and Financial Services, Inc. dba BenefitMall, Inc.
BENEFITMALL	76521596	06/09/2003	2859691	07/06/2004	Centerstone Insurance and Financial Services, Inc. dba BenefitMall, Inc.
	76521017	06/09/2003	2859688	07/06/2004	Centerstone Insurance and Financial Services, Inc. dba BenefitMall, Inc.
BENEFITUNIVERSITY	76037000	04/28/2000	2903569	11/16/2004	Centerstone Insurance and Financial Services, Inc. dba BenefitMall.com, Inc.
BENEFITMALL.COM	75892659	01/07/2000	2629789	10/08/2002	Centerstone Insurance and Financial Services, Inc. dba BenefitMall.com
	75892658	01/07/2000	2562920	04/23/2002	Centerstone Financial Services, Inc. dba BenefitMall.com

Mark	Serial No.	Filing Date	Reg. No.	Reg. Date	Region
BE A POWER BROKER	75883920	01/03/1999	2410673	12/05/2000	Centerstone Financial Services, Inc. dba BenefitMall.com
	75831376	10/26/1999	2436636	03/20/2001	Centerstone Financial Services, Inc. dba BenefitMall.com

PATENTS AND PATENT APPLICATIONS

None