

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	To correct the Name of conveying party from Thinkorswim Technologies, Inc. to Thinkorswim Group, Inc. To correct the addr. of receiving party from 270 Madison Ave. to 270 Park Ave. previously recorded on Reel/Frame: 003496/0963

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Investools Inc.		02/13/2007	CORPORATION: DELAWARE
Prophet Financial Systems, Inc.		02/13/2007	CORPORATION: CALIFORNIA
Thinkorswim Group, Inc.		02/13/2007	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	JPMorgan Chase Bank, N.A. as Collateral Agent
<b>Street Address:</b>	270 Park Ave.
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10017
<b>Entity Type:</b>	Bank:

**PROPERTY NUMBERS Total: 43**

Property Type	Number	Word Mark
Registration Number:	2028670	INVESTTOOLS
Registration Number:	2134871	WALL STREET CITY
Registration Number:	2528700	5 STEP ONLINE INVESTING FORMULA
Registration Number:	2584528	ZIASUN
Registration Number:	2587381	ZIASUN
Registration Number:	2653231	SECRETS TO ONLINE INVESTING
Registration Number:	2827017	TURBOSEARCH
Registration Number:	2697796	MAKING MONEY IN THE STOCK MARKET IS NOW AS EASY AS 1, 2, 3
Registration Number:	2706960	AUTOANALYZER
Registration Number:	2706961	TECHSIGNALS

CH \$1090.00 2028670

Registration Number:	2723809	INVESTTOOLS
Registration Number:	2723810	INVESTTOOLS
Registration Number:	2741378	INVESTTOOLS
Registration Number:	3198623	INVESTTOOLS INVESTOR EDUCATION
Registration Number:	3201419	INVESTTOOLS CURRENCY TRADER
Registration Number:	3201422	INVESTTOOLS CURRENCY TRADER
Registration Number:	3201423	INVESTTOOLS INVESTOR EDUCATION
Registration Number:	2323525	PROPHETCHARTS
Registration Number:	2323607	TDC
Registration Number:	2337735	PROPHETDIRECT
Registration Number:	2345496	THE DAILY PROPHET
Registration Number:	2347154	CHARTS2GO
Registration Number:	2408594	PROPHETSTATION
Registration Number:	2434105	CHART TOPPERS
Registration Number:	2434106	SNAPCHARTS
Registration Number:	2440588	GET WIRED TO THE MARKET
Registration Number:	2461897	THE BAR-SO-FAR
Registration Number:	2550134	CHARTSTREAM
Registration Number:	2578795	PROPHET LIVE
Registration Number:	2583058	PROPHETFINANCE.COM
Registration Number:	2665034	SEIZE THE TRADE
Registration Number:	2732314	PROPHET.NET
Registration Number:	2853942	CHARTSCOPE
Registration Number:	3176819	PROPHET
Registration Number:	2568003	THINKORSWIM
Registration Number:	2914755	THINKANYWHERE
Serial Number:	77076399	INVESTTOOLS
Serial Number:	77076402	INVESTTOOLS
Serial Number:	78753620	5-STEP INVESTING FORMULA
Serial Number:	78928154	INVESTOR TOOLBOX
Serial Number:	76550686	TOS LIQUID
Serial Number:	76561375	TOSLIQUID
Serial Number:	78926499	THINKPIPES

CORRESPONDENCE DATA

**TRADEMARK**  
**REEL: 003539 FRAME: 0348**

Fax Number: (866)459-2899  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 202-783-2700  
Email: Oleh.Hereliuk@federalresearch.com  
Correspondent Name: CBCInnovis dba Federal Research  
Address Line 1: 1023 Fifteenth Street, NW, Ste 401  
Address Line 2: attn: Oleh Hereliuk  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	384649
NAME OF SUBMITTER:	Oleh Hereliuk
Signature:	/oh/
Date:	05/08/2007

**Total Attachments: 45**

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## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

03/09/2007  
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Investools Inc.		02/13/2007	CORPORATION:
Prophet Financial Systems, Inc.		02/13/2007	CORPORATION:
Thinkorswim Technologies, Inc.		02/13/2007	CORPORATION:

## RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, as Collateral Agent
Street Address:	270 Madison Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	Bank:

## PROPERTY NUMBERS Total: 43

Property Type	Number	Word Mark
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Registration Number:	2827017	TURBOSEARCH
Registration Number:	2897796	MAKING MONEY IN THE STOCK MARKET IS NOW AS EASY AS 1, 2, 3
Registration Number:	2706960	AUTOANALYZER
Registration Number:	2706961	TECHSIGNALS
Registration Number:	2723809	INVESTTOOLS
Registration Number:	2723810	INVESTTOOLS

CH \$1090.00 2028670

Additional Conveying Parties

Prophet Financial Systems, a California Corporation  
thinkorswim Group, Inc., a Delaware Corporation

TRADEMARK SECURITY AGREEMENT, dated as of February 13, 2007, among INVESTTOOLS INC. (the "Borrower"), the subsidiaries of the Borrower listed on Schedule I hereto (the "Subsidiary Parties") and JPMORGAN CHASE BANK ("JPMCB"), as Collateral Agent (in such capacity, the "Collateral Agent").

Reference is made to the Guarantee and Collateral Agreement dated as of February 13, 2007 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"), among the Borrower, the Subsidiaries of the Borrower listed on Schedule I thereto, and the Collateral Agent. The Lenders (as defined below) have agreed to extend credit to the Borrower subject to the terms and conditions set forth in the Credit Agreement dated as of February 13, 2007 (as amended, supplemented or otherwise modified from time to time (the "Credit Agreement")) by and among the Borrower, the lenders from time to time party thereto (the "Lenders") and JPMCB, as administrative agent. The obligations of the Lenders to extend such credit are conditioned upon, among other things, the execution and delivery of this Agreement. The Subsidiary Parties are affiliates of the Borrower, will derive substantial benefits from the extension of credit to the Borrower pursuant to the Credit Agreement and are willing to execute and deliver this Agreement in order to induce the Lenders to extend such credit. Accordingly, the parties hereto agree as follows:

SECTION 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Security Agreement. The rules of construction specified in Section 1.01(b) of the Security Agreement also apply to this Agreement.

SECTION 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Obligations, each Grantor, pursuant to the Security Agreement, did and hereby does grant to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest in, all right, title or interest in or to any and all of the following assets and properties now owned or at any time hereafter acquired by such Grantor or in which such Grantor now has or at any time in the future may acquire any right, title or interest (collectively, the "Trademark Collateral"):

(a) all trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade styles, trade dress, logos, other source or business identifiers, designs and general intangibles of like nature, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all registration and recording applications filed in connection therewith, including registrations and registration applications in the United States Patent and Trademark Office or any similar offices in any State of the United States or any other country or any political subdivision thereof, and all extensions or renewals thereof, including those listed on Schedule II (the "Trademarks");

(b) all goodwill associated with or symbolized by the Trademarks; and

(c) all assets, rights and interests that uniquely reflect or embody the Trademarks.

SECTION 3. Security Agreement. The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Security Agreement, the terms of the Security Agreement shall govern.

*[signatures follow]*

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

INVESTTOOLS INC.,

by

\_\_\_\_\_  
Name:

Title:

JPMORGAN CHASE BANK, as  
Collateral Agent,

by

  
\_\_\_\_\_  
Name:

Title: Stephen Zajac  
Senior Vice President

*[signatures follow]*

SIGNATURE PAGE TO  
INVESTTOOLS INC.  
TRADEMARK SECURITY AGREEMENT

{[2679415]}

**TRADEMARK**  
**REEL: 003539 FRAME: 0355**

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

INVESTTOOLS INC.,

by



\_\_\_\_\_  
Name:

Title:

JPMORGAN CHASE BANK, as  
Collateral Agent,

by

\_\_\_\_\_  
Name:

Title:

*[signatures follow]*

SIGNATURE PAGE TO  
INVESTTOOLS INC.  
TRADEMARK SECURITY AGREEMENT

[[2679415]]

PROPHET FINANCIAL SYSTEMS, INC.,

by

A handwritten signature in cursive script, appearing to read "Alabne", written over a horizontal line.

Name:

Title:

SIGNATURE PAGE TO  
INVESTTOOLS INC.  
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK  
REEL: 003539 FRAME: 0357

ONLINE INVESTORS ADVANTAGE  
INCORPORATED,

by

*J. Dalane*

\_\_\_\_\_  
Name:

Title:

SIGNATURE PAGE TO  
INVESTTOOLS INC.  
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK  
REEL: 003539 FRAME: 0358

ZIASUN TECHNOLOGIES, INC.,

by

A handwritten signature in black ink, appearing to be "J. L. ...", written over a horizontal line.

Name:

Title:

SIGNATURE PAGE TO  
INVESTTOOLS INC.  
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK  
REEL: 003539 FRAME: 0359

THINKORSWIM GROUP, INC.,

by



Name: *TOM SOJNOWSKI*  
Title: *CEO*

SIGNATURE PAGE TO  
INVESTTOOLS INC.  
TRADEMARK SECURITY AGREEMENT

[[2679415]]

**TRADEMARK**  
**REEL: 003539 FRAME: 0360**

THINKORSWIM ADVISORS, INC.,

by



Name: TOM SOSNOFF

Title: PRESIDENT

SIGNATURE PAGE TO  
INVESTTOOLS INC.  
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK  
REEL: 003539 FRAME: 0361

THINKORSWIM TECHNOLOGIES, INC.,

by



Name: TOM SOSNOFF  
Title: CEO

SIGNATURE PAGE TO  
INVESTTOOLS INC.  
TRADEMARK SECURITY AGREEMENT

[[2679415]]

TRADEMARK  
REEL: 003539 FRAME: 0362

TOS SERVICES, INC.,

by

A handwritten signature in black ink, appearing to read "Tom Sosnoff", is written over a horizontal line.

Name: TOM SOSNOFF  
Title: CEO

SIGNATURE PAGE TO  
INVESTTOOLS INC.  
TRADEMARK SECURITY AGREEMENT

[[2679415]]

**TRADEMARK**  
**REEL: 003539 FRAME: 0363**

TOS RED, INC.,

by



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Name: TOM JOJNOFF  
Title: CEO

SIGNATURE PAGE TO  
INVESTTOOLS INC.  
TRADEMARK SECURITY AGREEMENT

[[2679415]]

**TRADEMARK**  
**REEL: 003539 FRAME: 0364**

Schedule I

Subsidiary Parties

Prophet Financial Systems, Inc.  
Online Investors Advantage Incorporated  
ZiaSun Technologies, Inc.  
thinkorswim Group Inc.  
thinkorswim Technologies, Inc.  
thinkorswim Advisors, Inc.  
tos Services, Inc.  
tos Red, Inc.

Schedule II

TRADEMARKS OWNED BY INVESTTOOLS INC.

U.S. Trademark Registrations

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
INVESTTOOLS	2,028,670	01/07/1997
WALL STREET CITY	2,134,871	02/03/1998
5 STEP ONLINE INVESTING FORMULA	2,528,700	01/08/2002
ZIASUN	2,584,528	06/25/2002
ZIASUN	2,587,381	07/02/2002
SECRETS TO ONLINE INVESTING	2,653,231	11/26/2002
TURBOSEARCH	2,827,017	03/30/2004
MAKING MONEY IN THE STOCK MARKET IS NOW AS EASY AS 1, 2, 3	2,697,796	03/18/2003
AUTOANALYZER	2,706,960	04/15/2003
TECHSIGNALS	2,706,961	04/15/2003
INVESTTOOLS	2,723,809	06/10/2003
INVESTTOOLS	2,723,810	06/10/2003
INVESTTOOLS	2,741,378	07/29/2003
INVESTTOOLS INVESTOR EDUCATION (with Logo)	3,198,623	01/16/2007
INVESTTOOLS CURRENCY TRADER (with Logo)	3,201,419	01/23/2007
INVESTTOOLS CURRENCY TRADER (with Logo)	3,201,422	01/23/2007
INVESTTOOLS INVESTOR EDUCATION (with Logo)	3,201,423	01/23/2007

U.S. Trademark Applications

<u>Mark</u>	<u>Application No.</u>	<u>Filing Date</u>
Investtools Logo	77/076,399	01/04/2007
Investtools Logo	77/076,402	01/04/2007
5-STEP INVESTING FORMULA	78/753,620	11/14/2005
INVESTOR TOOLBOX	78/928,154	07/12/2006

TRADEMARKS OWNED BY PROPHET FINANCIAL SYSTEMS

U.S. Trademark Registrations

<u>Mark</u>	<u>Registration No</u>	<u>Registration Date</u>
PROPHETCHARTS	2,323,525	02/29/2000
TDC	2,323,607	02/29/2000
PROPHETDIRECT	2,337,735	04/04/2000
THE DAILY PROPHET	2,345,496	04/25/2000
CHARTS2GO	2,347,154	05/02/2000
PROPHETSTATION	2,408,594	11/28/2000
CHARTTOPPERS	2,434,105	03/06/2001
SNAPCHARTS	2,434,106	03/06/2001
GET WIRED TO THE MARKET	2,440,588	04/03/2001
THE BAR-SO-FAR	2,461,897	06/19/2001
CHARTSTREAM	2,550,134	03/19/2002
PROPHET LIVE	2,578,795	06/11/2002
PROPHETFINANCE.COM	2,583,058	06/18/2002
SEIZE THE TRADE	2,665,034	12/24/2002
PROPHET.NET	2,732,314	07/01/2003
CHARTSCOPE	2,853,942	06/15/2004
PROPHET	3,176,819	11/28/2006

TRADEMARKS OWNED BY THINKORSWIM GROUP, INC.

U.S. Trademark Registrations

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
THINKORSWIM	2,568,003	05/07/2002
THINKANYWHERE	2,914,755	12/28/2004

U.S. Trademark Applications

<u>Mark</u>	<u>Application Date</u>	<u>Application No.</u>
TOS LIQUID and design	10/10/2003	76/550,686
TOSLIQUID	11/21/2003	76/561,375
THINKPIPES	07/11/2006	78/926,499

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