

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PAULA Financial		02/21/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Ascension Insurance Services, Inc.		
Street Address:	2345 Grand Boulevard		
Internal Address:	Suite 610		
City:	Kansas City		
State/Country:	MISSOURI		
Postal Code:	64101		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2029649	P	
CORRESPONDENCE DATA			
Fax Number:	(312)660-0424		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-861-2000		
Email:	ccasey@kirkland.com, mlovell@kirkland.com		
Correspondent Name:	Kirkland & Ellis LLP		
Address Line 1:	200 East Randolph Drive, Suite 5300		
Address Line 2:	c/o Matthew Lovell		
Address Line 4:	Chicago, ILLINOIS 60601		
ATTORNEY DOCKET NUMBER:	39932-50		
NAME OF SUBMITTER:	Matthew Lovell		
Signature:	/Matthew Lovell/		

CH \$40.00 2029649

Date:

03/04/2008

Total Attachments: 4

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Assignment") is made and entered into as of February 21 2008 ("Effective Date") by and between PAULA Financial, a Delaware corporation, with its principal office at 87 East Green Street, Suite 206, Pasadena, California 91105 ("Assignor"), and Ascension Insurance Services, Inc., a Delaware corporation, with its principal office at 2345 Grand Boulevard, Suite 610, Kansas City, Missouri ("Assignee").

WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement, dated as of January 24, 2008, by and among Assignor, Assignee, Pan American Underwriters, Inc., a Nevada corporation and Pan American Underwriters Insurance Agents and Brokers, Inc., an Arizona corporation (the "Agreement"); and

WHEREAS, pursuant to the Agreement, Assignor wishes to assign to Assignee, and Assignee wishes to acquire from Assignor, the United States trademark registrations set forth on Schedule A attached hereto, together with the goodwill of the business associated therewith (collectively, the "Marks").


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee its entire right, title and interest in and to the Marks, for the United States and for all foreign countries, including, without limitation, any registrations and applications therefor, any renewals and extensions of the registrations, and all other corresponding rights that are or may be secured under the laws of the United States or any foreign country, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made, together with all income, royalties or payments due or payable as of the Effective Date or thereafter, including, without limitation, all claims for damages by reason of past, present or future infringement or other unauthorized use of the Marks, with the right to sue for, and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

Assignor hereby requests the Commissioner of Patents and Trademarks, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the Marks.

* * * * *

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

PAULA FINANCIAL



Name: Jeffrey A. Smider

Title: CEO

ASCENSION INSURANCE SERVICES,
INC.

Name: Leonard P. Kline, Jr.

Title: Chief Executive Officer and Secretary

Signature Page to Trademark Assignment

TRADEMARK

REEL: 003731 FRAME: 0500


IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

PAULA FINANCIAL

Name: _____

Title: _____

ASCENSION INSURANCE SERVICES,
INC.



Name: Leonard P. Kline, Jr.

Title: Chief Executive Officer and Secretary

Signature Page to Trademark Assignment

TRADEMARK
REEL: 003731 FRAME: 0501

SCHEDULE A

U.S. TRADEMARK REGISTRATIONS

United States Patent and Trademark Office

Service Mark: "P" and design

Registration Number: 2029649

Registration Date: 01/14/1997