

**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>
CantorCO2e, LLC		02/29/2008	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Cantor Fitzgerald Securities		
<b>Composed Of:</b>	COMPOSED OF CFLP CFS I Holdings,L.P., a DE L.P. [composed of Cantor Fitzgerald, L.P., a DE L.P. (composed of CF Group Management, Inc., a NY corporation) and CFLP CFS Holdings, LLC, a DE LLC] and CFGM CFS Holdings, LLC, a DE LLC		
<b>Street Address:</b>	110 East 59th Street		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10022		
<b>Entity Type:</b>	PARTNERSHIP: NEW YORK		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2707540	CO2E	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)775-8800		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	2127758700		
<b>Email:</b>	nytrademarks@kilpatrickstockton.com, mbrinton@cantor.com		
<b>Correspondent Name:</b>	Jason M. Vogel		
<b>Address Line 1:</b>	Kilpatrick Stockton LLP		
<b>Address Line 2:</b>	31 West 52nd Street, 14th Floor		
<b>Address Line 4:</b>	New york, NEW YORK 10019		
<b>NAME OF SUBMITTER:</b>	Dean P. Alderucci		
<b>Signature:</b>	/Dean P. Alderucci/		

CH \$40.00 2707540

Date:

03/11/2008

Total Attachments: 1

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**ASSIGNMENT**

**WHEREAS**, CantorCO2e, LLC, a Delaware limited liability company, located at 110 East 59<sup>th</sup> Street, New York, New York 10022, United States of America ("**Assignor**"), is the owner of the Reg. No. 2707540 CO2E (hereinafter, the "**Trademark**"); and

**WHEREAS**, Cantor Fitzgerald Securities, a New York partnership located at 110 East 59<sup>th</sup> Street, New York, New York 10022 is composed of (i) CFLP CFS I Holdings, L.P., a Delaware limited partnership; and (ii) CFGM CFS Holdings, LLC, a Delaware limited liability company ("**Assignee**") and is desirous of acquiring the Trademark.

**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Trademark, together with the goodwill of the business symbolized by the Trademark and the identified applications and/or registrations therefor, and with all claims arising out of or relating to the use or ownership of the Trademarks.

CantorCO2e, LLC

By: \_\_\_\_\_

Name: Dean P. Alderucci

Title: Vice President and Assistant General Counsel

Date: February 29, 2008