

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Trademark Assignment Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Legg Mason Private Portfolio Group, LLC		04/01/2008	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Citigroup Global Markets Inc.		
Street Address:	388 Greenwich Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2430541	MULTIPLE DISCIPLINE ACCOUNT	
CORRESPONDENCE DATA			
Fax Number:	(917)777-4104		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-735-3000		
Email:	mmcguire@skadden.com		
Correspondent Name:	Skadden, Arps, Slate, Meagher & Flom LLP		
Address Line 1:	Four Times Square		
Address Line 2:	Attn: Andrew Woodard, Esq.		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	525360/1008		
NAME OF SUBMITTER:	Andrew Woodard		
Signature:	/Andrew Woodard/		

CH \$40.00 2430541

Date:

05/13/2008

Total Attachments: 4

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TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement, dated and effective as of 12:01 a.m., New York City time, on April 1, 2008 (this "Agreement"), is made by and between Legg Mason Private Portfolio Group, LLC, a Delaware limited liability company and wholly-owned subsidiary of Legg Mason, Inc. ("Assignor"), and Citigroup Global Markets Inc., a New York corporation ("Assignee"). All capitalized terms used in this Agreement and not otherwise defined herein shall have the respective meanings ascribed to them in the Asset Sale and Purchase Agreement, dated as of February 25, 2008 (as it may be amended, the "Transaction Agreement"), by and between Assignor, Assignee and Legg Mason, Inc.

WHEREAS, Assignor owns of the right, title and interest in, to and under the trademark listed on Schedule A attached hereto, including the goodwill symbolized thereby and the right to sue for past infringement thereof (the "Trademark");

WHEREAS, pursuant to the Transaction Agreement, Assignor desires to transfer to Assignee, and Assignee desires to acquire, all of Assignor's right, title and interest in, to and under the Trademark; and

NOW, THEREFORE, in consideration of the mutual promises set forth in this Agreement and for other good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereby agree as follows:

1. Assignment of the Trademark. Assignor does hereby sell, assign, transfer, convey and deliver to Assignee all right, title and interest in, to and under the Trademark.

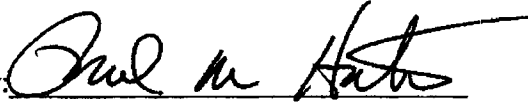
2. Successors and Assigns. This Agreement and all its provisions shall be binding upon and inure to the benefit of the parties hereto and their respective permitted successors and assigns.

3. Governing Law; Jurisdiction. This Agreement shall be governed by and construed in accordance with the Requirements of Law of the State of New York applicable to agreements made and to be performed entirely within such State, without regard to the conflict of laws principles of such State.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, Assignor and Assignee have caused this instrument to be duly executed and delivered as of the date first above written.

CITIGROUP GLOBAL MARKETS INC.

By: 
Name:
Title:

LEGG MASON PRIVATE PORTFOLIO GROUP, LLC

By: _____
Name:
Title:

IN WITNESS WHEREOF, Assignor and Assignee have caused this instrument to be duly executed and delivered as of the date first above written.

CITIGROUP GLOBAL MARKETS INC.

By: _____
Name:
Title:

**LEGG MASON PRIVATE PORTFOLIO
GROUP, LLC**


By:  _____
Name: Roger Paradiso
Title: President

EXHIBIT A

Jurisdiction:	Trademark:	Owner Name:	Reg. No.	Reg. Date
United States	MULTIPLE DISCIPLINE ACCOUNT	Legg Mason Private Portfolio Group, LLC	2430541	February 20, 2001