

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Freemark Investment Management, Inc.		05/22/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Legend Group Holdings, LLC		
Street Address:	4600 East Park Drive, Suite 300		
City:	Palm Beach Gardens		
State/Country:	FLORIDA		
Postal Code:	33410		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2562204	FREEMARK LIBERTY SERIES	
CORRESPONDENCE DATA			
Fax Number:	(480)773-7809		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	480-773-7807		
Email:	sheilah@mbh-law.com		
Correspondent Name:	Sheila M. Heidmiller		
Address Line 1:	7248 E. Tasman St.		
Address Line 4:	Mesa, ARIZONA 85207		
NAME OF SUBMITTER:	Sheila M. Heidmiller		
Signature:	/SMH/		
Date:	05/31/2008		

OP \$40.00 2562204

Total Attachments: 2

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Assignment of All Service Mark Rights And Good Will

Section 1 Background

This assignment of all service mark rights and associated good will is made by Freemark Investment Management, Inc., originally established as a Delaware corporation—collectively referred to in a “*circa* 2000 stock purchase” as one of several affiliated “Legend Companies”—to a subsequently-organized entity named Legend Group Holdings, LLC, a Limited Liability Corporation organized under the laws of the State of Delaware in connection with the *circa* 2000 stock purchase by Waddell & Reed Financial of the Legend Companies. Intended for transfer in connection with the *circa* 2000 purchase of Legend Companies’ stock, was the service mark **FREEMARK LIBERTY SERIES®** owned and continuously used by Freemark Investment Management, Inc. from the date of first use through the *circa* 2000 purchase of Legend Companies’ stock, and used continuously thereafter by Legend Group Holdings, LLC. A federal registration on the Principal Register (№ 2,562,204) was granted April 16, 2002. This Assignment is made to confirm continuity of the mark, preservation of good will, and full transfer of all rights, title, and interest (along with all associated good will) from Freemark Investment Management, Inc. to Legend Group Holdings, LLC of the service mark **FREEMARK LIBERTY SERIES®** for purposes of confirming transfer and recordation with the U.S. Trademark Office, and elsewhere—all of which is consistent with the purpose and intent of the *circa* 2000 stock/asset purchase.

Section 2 Confirmation of Assignment of All Service Mark Rights and Good Will

In consideration of the purchase price and/or other good and valuable consideration, receipt of which is acknowledged by each party hereto, Freemark Investment Management, Inc. hereby sells and assigns to Legend Group Holdings, LLC the entire right, title, and interest in:

(1) The trademark/service mark **FREEMARK LIBERTY SERIES®**; and

(2) All United States and foreign applications for service mark, trademark, and trade name filed for the trademark/service mark **FREEMARK LIBERTY SERIES®**; and

(3) Any registrations and certifications which have issued or may issue in the United States or elsewhere including but not limited to: service mark and trademark registrations, certificates of assumed name, brand identification registrations, as well as extensions of any of these, so that all said right, title, and interest is held and enjoyed by Legend Group Holdings, LLC, its successors and assigns, as fully and entirely as it would have been held and enjoyed by Freemark Investment Management, Inc. had this full assignment *not* been made.

The parties hereby agree to fully execute all documents or papers necessary for obtaining service mark or trademark registration and renewals in the U.S. and elsewhere, and continue to furnish all data, information, and documentation which may be required for the preparation, filing, and prosecution of applications. Since this Assignment is intended for recording with the U.S. Trademark Office at some point in time—though not mandatory—the Commissioner for Trademarks is hereby directed to issue to Legend Group Holdings, LLC further registrations which may hereafter be granted, in accordance herewith.

Intending to be legally bound, a representative of each party signs below to duly execute this Assignment of all interest making it effective as early as March 27, 2000 in connection with the circa 2000 stock purchase or as referenced in the service mark Reg. № 2,562,204 for **FREEMARK LIBERTY SERIES®** registered April 16, 2002.

(By: *Dan Carlson* Date signed: 5/22/08
(for and on behalf of Freemark Investment Management, Inc. and affiliates ("*Legend Companies*")
(printed name: DAN CARLSON
(signature witnessed by: *Ken Pajany*

(By: *Dan Carlson* Date signed: 5/22/08
(for and on behalf of Legend Group Holdings, LLC
(printed name: DAN CARLSON
(signature witnessed by: *Ken Pajany*