

**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>
The Bear Stearns Companies LLC		10/14/2008	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	JPMorgan Chase & Co.		
<b>Street Address:</b>	270 Park Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10017		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2641345	SMID-CAP	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)355-3333		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	212-813-8800		
<b>Email:</b>	jnici@goodwinprocter.com		
<b>Correspondent Name:</b>	GOODWIN PROCTER LLP Attn: Janis Nici		
<b>Address Line 1:</b>	620 Eighth Avenue		
<b>Address Line 2:</b>	The New York Times Building		
<b>Address Line 4:</b>	New York, NEW YORK 10018		
<b>ATTORNEY DOCKET NUMBER:</b>	100144-187710		
<b>NAME OF SUBMITTER:</b>	Janis Nici		
<b>Signature:</b>	/janis nici/		

CH \$40.00 2641345

Date:

10/20/2008

Total Attachments: 1

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**ASSIGNMENT**

**WHEREAS, The Bear Stearns Companies LLC**, a Delaware Limited Liability Company, with its principal place of business at 383 Madison Avenue, New York NY 10179 (hereinafter "Assignor") is the owner of U.S. Registration No. **2,641,345** for the mark **SMID-CAP**, as evidenced by the records in the United States Patent and Trademark Office.

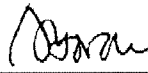
**WHEREAS, JPMorgan Chase & Co.**, (Assignee), a Delaware Corporation, with its principal place of business at 270 Park Avenue, New York, NY 10017 (hereinafter "Assignee") desires to acquire the Mark, and the above referenced registration.

**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfer to Assignee all right, title and interest in and to the Mark and registration, together with the goodwill of the business symbolized by the Mark, and the right to bring action for past infringement of the Mark.

This assignment is effective as of the date stated below.

**THE BEAR STEARNS COMPANIES LLC**

Dated: October 14, 2008

By:   
Name: Anthony J. Horan  
Title: Secretary