

**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>
Cournot Capital, Inc.		01/07/2009	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Morgan Stanley		
<b>Street Address:</b>	1585 Broadway		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10036		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3385947		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)575-0671		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	212-790-9200		
<b>Email:</b>	trademark@c1l.com		
<b>Correspondent Name:</b>	Baila H. Celedonia		
<b>Address Line 1:</b>	1133 Avenue of the Americas		
<b>Address Line 4:</b>	New York, NEW YORK 10036		
<b>ATTORNEY DOCKET NUMBER:</b>	24430-142 BHC/FM		
<b>NAME OF SUBMITTER:</b>	Baila H. Celedonia		
<b>Signature:</b>	/Baila H. Celedonia/		
<b>Date:</b>	01/07/2009		

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Total Attachments: 1  
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ASSIGNMENT

WHEREAS, Cournot Capital, Inc., a Delaware corporation ("Assignor") with an address at 1585 Broadway, New York, NY 10036 has adopted, used, is using and is the owner of a design service mark and registration No. 3,385,947 therefor (the "Mark"); and

WHEREAS, Morgan Stanley, a Delaware corporation ("Assignee") with an address at 1585 Broadway, New York, NY 10036 desires to acquire said Mark;

NOW, THEREFORE, for TEN AND NO/100 DOLLARS (\$10) and other good and valuable consideration, the receipt, sufficiency, and adequacy of which are hereby acknowledged, Assignor does hereby assign to Assignee, its successors and assigns, absolutely and forever, all of its right, title and interest, whether statutory or at common law, in and to the Mark, together with the goodwill of the business symbolized by it throughout the world and all registrations and pending applications therefor, in all countries throughout the world, together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor agrees to execute such further papers and do such other acts as may be necessary and proper to vest full title in and to the Mark in the Assignee or which may be necessary to obtain, renew, issue or enforce the Mark.

IN WITNESS WHEREOF, Cournot Capital, Inc. has caused this Trademark Assignment to be executed and delivered as of this 7 day of JANUARY, 2009

COURNOT CAPITAL, INC.

By:

Joyce Frost

Name: Joyce Frost

Title: SA VICE PRESIDENT