

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
Citigroup Global Markets Inc.		05/31/2009	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Morgan Stanley Smith Barney Holdings LLC
Street Address:	2000 Westchester Avenue
City:	Purchase
State/Country:	NEW YORK
Postal Code:	10577
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 40

Property Type	Number	Word Mark
Registration Number:	2593209	401(K) ADVISOR
Registration Number:	3111989	401(K) BLUEPRINT
Registration Number:	1806413	401(K) TRAK
Registration Number:	3374351	COME TO SMITH BARNEY, WHERE WEALTH WORKS
Registration Number:	2817647	FAMILY ASSIST
Registration Number:	2789974	FIXED INCOME HIGH NET WORTH PROGRAM
Registration Number:	1358403	FMA
Registration Number:	3474013	IF YOUR WEALTH ISN'T WORKING FOR YOU, THEN NEITHER IS YOUR FINANCIAL ADVISOR
Registration Number:	2208497	INSIDE TRACK
Registration Number:	3050672	INVEST ON YOUR OWN TERMS. NOT ON YOUR OWN.
Registration Number:	2430541	MULTIPLE DISCIPLINE ACCOUNT
Registration Number:	2273373	PARTICIPANT INVESTMENT PLANNER
Registration Number:	3376387	PLAYVESTOR PARK

OP \$1015.00 2593209

Registration Number:	2108047	PORTFOLIO CREDITLINE
Registration Number:	2263490	PRESERVED ASSET MORTGAGE
Registration Number:	2856014	SBMF SMITH BARNEY MUTUAL FUNDS
Registration Number:	1986596	SMITH BARNEY
Registration Number:	3053586	SMITH BARNEY ACCEL PROGRAM
Registration Number:	2847474	SMITH BARNEY ACCESS
Registration Number:	2995360	SMITH BARNEY ADVISOR
Registration Number:	3340007	SMITH BARNEY BENEFIT ACCESS
Registration Number:	3419225	SMITH BARNEY CORPORATE BENEFIT ACCESS
Registration Number:	2858080	SMITH BARNEY ON-SITE
Registration Number:	2840288	SMITH BARNEY PERSONAL WEALTH AUDIT
Registration Number:	3338279	SMITH BARNEY PROFESSIONAL ALLIANCE PROGRAM
Registration Number:	3084799	SMITH BARNEY REAL RETURN STRATEGY FUND
Registration Number:	2272929	TAKE YOUR PARENTS TO SCHOOL DAY
Registration Number:	1547655	THE SERIOUS INVESTOR
Registration Number:	2862897	THIS IS WHO WE ARE. THIS IS HOW WE EARN IT.
Registration Number:	3370851	TRADEMINDER
Registration Number:	1766919	TRAK
Registration Number:	3432367	WE HEAR YOU
Registration Number:	1515752	WHERE WE STAND
Registration Number:	2404925	WOMEN IN TRANSITION
Registration Number:	3357954	WORKING WEALTH
Serial Number:	77552776	NEW WORLD OF WEALTH
Serial Number:	77552760	OLD WORLD OF WEALTH
Serial Number:	77552756	OLD WORLD OF WEALTH. NEW WORLD OF WEALTH.
Registration Number:	3521790	SELECT UMA
Registration Number:	2252877	SMITH BARNEY STRATEGIES

CORRESPONDENCE DATA

Fax Number: (212)575-0671
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-790-9200
Email: Trademark@cll.com
Correspondent Name: Dorothy R. Whitney
Address Line 1: 1133 Avenue of the Americas
Address Line 4: New York, NEW YORK 10036-6799

ATTORNEY DOCKET NUMBER:	28596/000/DRW/NH
NAME OF SUBMITTER:	Dorothy R. Whitney
Signature:	/Dorothy R. Whitney/
Date:	07/16/2009
Total Attachments: 4 source=28596000 Assignment#page1.tif source=28596000 Assignment#page2.tif source=28596000 Assignment#page3.tif source=28596000 Assignment#page4.tif	

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT is made the 31st day of May, 2009, between Citigroup Global Markets Inc., a New York corporation, with its principal place of business at 388 Greenwich Street, New York, New York 10013 ("Assignor") and Morgan Stanley Smith Barney Holdings LLC, a Delaware limited liability company, with its principal place of business at 2000 Westchester Avenue, Purchase, New York 10577 ("Assignee").

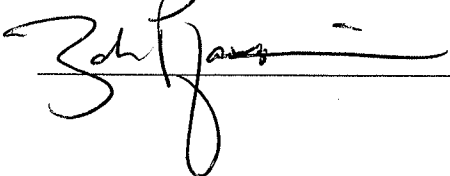
In consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers unto Assignee, its successors and assigns, absolutely and forever, all of its right, title and interest, whether statutory or at common law, in and to the marks listed on Schedule A (the "Marks"), together with the goodwill of the business symbolized by those marks throughout the world, and all registrations and pending applications therefor, 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 further papers and to do such other acts as may be necessary and proper to vest full title in and to the Marks in the Assignee.

This Trademark Assignment, which consists of this assignment page, two signature pages, and Schedule A, may be executed in two or more counterparts, each of which shall be considered an original, but all of which together shall constitute the same instrument.

IN WITNESS WHEREOF, the parties hereto have entered into and signed this Trademark Assignment as of the date first above written.

CITIGROUP GLOBAL MARKETS INC.

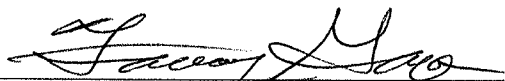
By: 

State of New York)
) ss.:
County of New York

On the 29th day of May, 2009, before me personally came Zachary Pfanstiel, to me known, who being by me duly sworn, did depose and say that he/she is authorized signatory of CITIGROUP GLOBAL MARKETS INC., the corporation described in and which executed the foregoing instrument; and that he/she signed his/her name thereto by order of the Board of Directors.

[Notarial Seal]

FAN GAO
NOTARY PUBLIC, State of New York
No. 01GA6203000
Qualified in New York County
Commission Expires March 30, 2013



Notary Public

SCHEDULE A

Country: **United States**

<u>Mark</u>	<u>Classes</u>	<u>App. #</u>	<u>App. Dt</u>	<u>Reg. #</u>	<u>Reg. Dt</u>	<u>Status</u>
401(K) ADVISOR	36	76/156439	10/30/2000	2593209	7/9/2002	REGISTERED
401(K) BLUEPRINT	36	78/675317	7/21/2005	3111989	7/4/2006	REGISTERED
401(K) TRAK	36	74/368057	3/15/1993	1806413	11/23/1993	REGISTERED
COME TO SMITH BARNEY, WHERE WEALTH WORKS	36	78/931120	7/17/2006	3374351	1/22/2008	REGISTERED
FAMILY ASSIST	36	75/709935	5/20/1999	2817647	2/24/2004	REGISTERED
FIXED INCOME HIGH NET WORTH PROGRAM	36	78/193499	12/11/2002	2789974	12/2/2003	REGISTERED
FMA	36	73/404373	12/1/1982	1358403	9/3/1985	REGISTERED
IF YOUR WEALTH ISN'T WORKING FOR YOU, THEN NEITHER IS YOUR FINANCIAL ADVISOR	36	78/931103	7/17/2006	3474013	7/22/2008	REGISTERED
INSIDE TRACK	36	75/331867	7/28/1997	2208497	12/8/1998	REGISTERED
INVEST ON YOUR OWN TERMS. NOT ON YOUR OWN.	36	78/555186	1/27/2005	3050672	1/24/2006	REGISTERED
MULTIPLE DISCIPLINE ACCOUNT	36	75/703173	5/11/1999	2430541	2/20/2001	REGISTERED
NEW WORLD OF WEALTH	36	77/552776	8/21/2008			FILED
OLD WORLD OF WEALTH	36	77/552760	8/21/2008			FILED
OLD WORLD OF WEALTH. NEW WORLD OF WEALTH.	36	77/552756	8/21/2008			FILED
PARTICIPANT INVESTMENT PLANNER	36	75/320277	7/7/1997	2273373	8/31/1999	REGISTERED
PLAYVESTOR PARK	36	77/065514	12/15/2006	3376387	1/29/2008	REGISTERED
PORTFOLIO CREDITLINE	36	75/136233	7/19/1996	2108047	10/21/1997	REGISTERED
PRESERVED ASSET MORTGAGE	36	75/269802	4/7/1997	2263490	7/20/1999	REGISTERED
SBMF SMITH BARNEY MUTUAL FUNDS LOGO	36	78/257487	6/3/2003	2856014	6/22/2004	REGISTERED
SELECT UMA	36	77/215955	6/26/2007	3521790	10/21/2008	REGISTERED
SMITH BARNEY	36	74/587670	10/20/1994	1986596	7/16/1996	REGISTERED

TRADEMARK

REEL: 004025 FRAME: 0883

SCHEDULE A

Country: **United States**

<u>Mark</u>	<u>Classes</u>	<u>App. #</u>	<u>App. Dt</u>	<u>Reg. #</u>	<u>Reg. Dt</u>	<u>Status</u>
SMITH BARNEY ACCEL PROGRAM	35	78/455809	7/23/2004	3053586	1/31/2006	REGISTERED
SMITH BARNEY ACCESS	36	78/185486	11/15/2002	2847474	6/1/2004	REGISTERED
SMITH BARNEY ADVISOR	36	78/564971	2/10/2005	2995360	9/13/2005	REGISTERED
SMITH BARNEY BENEFIT ACCESS	36	78/962663	8/29/2006	3340007	11/20/2007	REGISTERED
SMITH BARNEY CORPORATE BENEFIT ACCESS	36	77/059126	12/7/2006	3419225	4/29/2008	REGISTERED
SMITH BARNEY ON-SITE	36	78/272512	7/10/2003	2858080	6/29/2004	REGISTERED
SMITH BARNEY PERSONAL WEALTH AUDIT	36	78/242681	4/28/2003	2840288	5/11/2004	REGISTERED
SMITH BARNEY PROFESSIONAL ALLIANCE PROGRAM	36	77/077305	1/5/2007	3338279	11/20/2007	REGISTERED
SMITH BARNEY REAL RETURN STRATEGY FUND	36	78/530791	12/10/2004	3084799	4/25/2006	REGISTERED
SMITH BARNEY STRATEGIES	16	75/391840	11/17/1997	2252877	6/15/1999	REGISTERED
TAKE YOUR PARENTS TO SCHOOLDAY	41	75/348981	8/28/1997	2272929	8/24/1999	REGISTERED
THE SERIOUS INVESTOR	36	73/733473	6/10/1988	1547655	7/11/1989	REGISTERED
THIS IS WHO WE ARE. THIS IS HOW WE EARN IT.	36	78/279742	7/28/2003	2862897	7/13/2004	REGISTERED
TRADEMINDER	36	78/937146	7/25/2006	3370851	1/15/2008	REGISTERED
TRAK	36	74/189221	7/29/1991	1766919	4/20/1993	REGISTERED
WE HEAR YOU	35	77/173337	5/4/2007	3432367	5/20/2008	REGISTERED
WHERE WE STAND	36	73/700374	12/11/1987	1515752	12/6/1988	REGISTERED
WOMEN IN TRANSITION	41	75/696091	5/3/1999	2404925	11/14/2000	REGISTERED
WORKING WEALTH	36	78/915540	6/23/2006	3357954	12/18/2007	REGISTERED

TRADEMARK

RECORDED: 07/16/2009

REEL: 004025 FRAME: 0884