

05-12-1999



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To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

KEYCORP
127 Public Square
Cleveland, OH 44114

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of Ohio
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Vista Federal Credit Union, Inc.

Internal Address: _____

Street Address: 100 N. First St., Suite #200

City Burbank State CA ZIP 91502

Individual(s) citizenship _____
 Association Federal Credit Union
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: February 9, 1999

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)
1,331,248

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Mark C. Doyle, Esq.

Internal Address: Tredway, Lumsdale & Doyle

Street Address: 1920 Main Street, Suite #1000

City: Irvine State: CA ZIP 92614

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):\$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (Attach duplicate copy of this page if paying by deposit account)

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01 FC:401

40.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Mark C. Doyle 4-29-99
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet:

TRADEMARK ASSIGNMENT

WHEREAS, KEYCORP, an Ohio Corporation, having an address of 127 Public Square, Cleveland, Ohio 44114 is currently the sole assignee and owner of the following Trademark Registration:

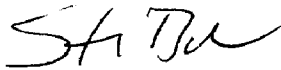
United States Trademark Registration No. 1,331,248 for the mark VISTA BANC plus DESIGN, which issued on April 16, 1985;

WHEREAS, VISTA FEDERAL CREDIT UNION, INC., a California corporation, having an address of 100 N. First Street, Suite 200, Burbank, CA 91502, is desirous of obtaining the entire right, title, and interest in, to, and under above said Trademark Registration, together with the goodwill of the business symbolized by the Trademark Registration and the mark registered thereby.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, KEYCORP, an Ohio corporation, does hereby assign to VISTA FEDERAL CREDIT UNION, INC., a California corporation, all right, title, and interest in and to said Trademark Registration, together with the goodwill of the business symbolized by the above said Trademark Registration and the mark registered thereby, and all rights generated by use of the above said Trademark Registration and the mark registered thereby, and together with the right to sue for and collect damages by reason of any past infringement of the above said Trademark Registration and/or the mark registered thereby.

IN TESTIMONY WHEREOF, KEYCORP, an Ohio corporation hereunto sets its hand this 9th day of February, 1999.

KEYCORP, an Ohio corporation



Name: Steven N. Bly
Title: Asst Sec

NOTARIAL CERTIFICATE

State of Ohio)
) ss.:
County of Cuyahoga)

On this 9th day of February, 1999, before me, VIRGINIA G. CHRISTIAN, a Notary Public in and for the State and County aforesaid, personally appeared Steven N. Bulloch, personally known to me, or proved to me on the basis of satisfactory evidence, to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument and acknowledged the same to be his/her/their free act and deed.

SEAL:

Virginia G. Christian
Notary Public

VIRGINIA G. CHRISTIAN TMASSMT.PRT
Notary Public - State of Ohio, Cuya. Cty.
My Commission Expires October 14, 2002