

11-29-1999

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

<p>1. Name of conveying party: Insignia/ESG, Inc. 200 Park Avenue New York, New York 10166</p> <p><input checked="" type="checkbox"/> Corporation of Delaware</p>	<p>2. Name and address of receiving party: Insignia IP Inc. 300 Delaware Avenue, Suite 900 Wilmington, Delaware 19801</p> <p><input checked="" type="checkbox"/> Corporation of Delaware</p>
<p>3. Nature of conveyance: Assignment</p> <p>Execution Date: November 15, 1999</p>	<p>4. Trademark Reg. Nos.: 1,096,963; 1,123,451; 1,337,903; 1,871,569; 1,872,802; 1,979,639; 2,000,987; 2,029,671; 2,106,380; 2,108,308; and 2,183,828</p>

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Kristen E. Mollnow, Esq. Nixon Peabody LLP Clinton Square Post Office Box 1051 Rochester, New York 14603</p>	<p>6. Total number of Applications involved: 11</p>
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<p>7. Total fee (37 CFR 3.41)            <u>\$290</u></p> <p><input checked="" type="checkbox"/> <u>\$290</u> Check is enclosed.</p>	<p>8. Deposit Account Number: 14-1138</p> <p><input checked="" type="checkbox"/> Charge any additional fees to account.</p>
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DO NOT USE THIS SPACE

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

Kristen E. Mollnow  
Kristen E. Mollnow

11-19-99  
Date

[Total number of pages including Cover Sheet and Assignment Certificate: 3]

**TRADEMARK ASSIGNMENT**

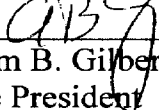
INSIGNIA/ESG, INC. a Delaware corporation, with its principal place of business at 200 Park Avenue, New York, New York, ("SELLER") is the owner of the trademarks identified in Schedule A and the U.S. Trademark Registrations thereof.

INSIGNIA IP INC., a Delaware corporation with its principal place of business at 300 Delaware Avenue, Suite 900, Wilmington, Delaware, ("BUYER") desires to acquire these marks and the registrations therefor.

For TEN DOLLARS and other good and valuable consideration, receipt and adequacy of which is hereby acknowledged, SELLER assigns to BUYER all its right, title and interest in and to the trademarks identified in Schedule A and the registrations thereof, together with the goodwill of the business in connection with which such marks were and are used.

INSIGNIA/ESG, INC.

Date: November 15, 1999

By:   
Adam B. Gilbert  
Vice President

STATE OF NEW YORK

COUNTY OF NEW YORK

On this the 15<sup>th</sup> day of November, 1999, personally appeared before me Adam B. Gilbert, to me known to be the Vice President of Insignia/ESG, Inc., a Delaware corporation, who executed the above instrument, and acknowledged that he executed the same for the uses and purposes therein mentioned.

  
Notary Public

ELIZABETH WILLIAMS  
Notary Public, State of New York  
No. 41-4768251  
Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires March 30, 2000

**SCHEDULE A**

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
EDWARD S. GORDON	1,871,569	1/03/95
ESG (Stylized)	1,096,963	7/18/78
ESG (Stylized)	1,123,451	7/31/79
ESG THE SMARTEST MOVE YOU CAN MAKE	2,000,987	9/17/96
GORDON ADVISORS	1,872,802	1/10/95
HOTEL PARTNERS	2,108,308	10/28/97
HOTEL PARTNERS & Design	2,106,380	10/21/97
I & Design	1,979,639	6/11/96
INSIGNIA	2,029,671	1/14/97
I ESG INSIGNIA/ESG & Design	2,183,828	8/25/98
THE GORDON OFFICE MARKET REPORT	1,337,903	5/28/85