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DEPARTMENT OF COMMERCE
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101276540

02-07-2000

Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies) U.S. Patent & TMO/c/TM Mail Rcpt Dt. #54

THREADNEEDLE ASSET MANAGEMENT LIMITED

Individual(s) Association
 General Partnership Limited Partnership
 Corporation formed in England
 Other _____

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

2. Name and address of receiving party(ies)

SCUDDER KEMPER HOLDINGS (UK) LIMITED
60 St. Mary Axe,
London EC3A 8JQ
England

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation formed in England
 Other _____

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No
(Designations 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: November 26, 1999

4. Application number(s) or patent number(s) listed below

| | |
|---------------------------------|-----------------------------------|
| A. Trademark Application No.(s) | B. Trademark Registration No.(s) |
| N/A | 2,172,494 - THREADNEEDLE & Design |

Additional numbers attached? Yes No

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

Name: GLENN A. GUNDERSEN
DECHERT, PRICE & RHOADS
4000 BELL ATLANTIC TOWER
1717 ARCH STREET
PHILADELPHIA, PA. 19103-2793
TEL. NO. (215) 994-2183

6. Total number of applications and registrations involved: _

7. Total fee (37 CFR 3.41)\$ 40.00
 Enclosed
 Authorized to be charged to deposit account
(Including any underpayment)

8. Deposit account number: 04-0475
(Attach duplicate copy of this page if paying by deposit account)

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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.

Glenn A. Gundersen February 4, 2000
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

03/10/2000 DMGUYEN 00000135 040475 2172494
01 FC:481 (40.00 CH)

USA

ASSIGNMENT OF SERVICEMARK

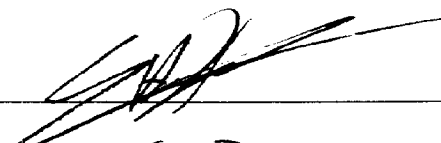
WHEREAS Threadneedle Asset Management Limited, a company registered in England under number 2755948 whose registered office is at 60 St. Mary Axe, London EC3A 8JQ, England ("Assignor"), has adopted, used and is using the servicemark shown in Schedule A (the "Servicemark") in its business;

AND WHEREAS Scudder Kemper Holdings (UK) Limited (to be renamed Scudder Investments Holdings Limited), a company registered in England under number 3554212 whose registered office is at 60 St. Mary Axe, London EC3A 8JQ, England ("Assignee"), is desirous of acquiring the Servicemark and the registration of the Servicemark shown in Schedule A and the goodwill of the business symbolised by the Servicemark;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Servicemark, together with the registration of the Servicemark shown in Schedule A, any other registrations and applications for registration of the Servicemark, in and to all income, royalties, damages and payments now or hereafter due or payable with respect thereto and in and to all rights of action arising from the Servicemark, all claims for damages by reason of past, present and future infringement of the Servicemark and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made, and the goodwill of the business symbolised by the Servicemark.

Dated: 26 November, 1999

THREADNEEDLE ASSET MANAGEMENT LIMITED

By 
Name S.H. DAVIES
Title DIRECTOR

SCHEDULE A

THREADNEEDLE ASSET MANAGEMENT LIMITED

U.S. Servicemark

| <u>Mark</u> | <u>Registration No.</u> | <u>Registration Date</u> |
|------------------------------|-------------------------|--------------------------|
| THREADNEEDLE (and device) | 2,172,494 | 14 July 1998 |

Doc No: 1562124

RECORDED: 02/07/2000

**TRADEMARK
REEL: 002025 FRAME: 0414**