



1-10-01

101588606

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

1. Name of conveying party(ies):

ITG Inc.

- Individual Association
- General Partnership Limited Partnership
- Corporation-State -- DELAWARE
- Other _____

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



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

Name ITG Software, Inc.

Internal Address: _____

Street Address: 1810 14th Street,

Suite 208A

City Santa Monica

State California ZIP 90404

- Individual (s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporate-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached:

Yes No

Additional name(s) & addresses(es) attached?

Yes No

3. Name of Conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: January 1, 2001

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

A. Trademark Application No.(s)

75/859,982

B. Trademark Registration No.(s)

1,775,009

Additional numbers attached? Yes No

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

Name: G. Franklin Rothwell, Esquire

Internal Address: Rothwell, Figg, Ernst & Manbeck, p.c.

Columbia Square, Suite 701 East Tower

Street Address: 555 Thirteenth Street, N.W.

City: Washington, D.C.

State: _____ Zip 20004

6. Total number of applications and registrations involved: TWO

7. Total fee (37 CFR 3.41): \$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

01/18/2001 AHMED1 00000162 75859982
40.00 OP
25.00 OP
01 FC:481
02 FC:482

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.

Anne M. Sterba
Name of Person Signing

Anne M Sterba
Signature

January 10, 2001
Date

Total number of pages including cover sheet, attachments and documents: THREE

ASSIGNMENT

WHEREAS, ITG Inc., a Delaware corporation, having a place of business at 380 Madison Avenue, Fourth Floor, New York, NY 10017 (hereafter referred to as "ASSIGNOR") is the owner of the trademarks listed in Appendix A.

WHEREAS, ASSIGNOR has adopted the trademarks listed in Appendix A in interstate commerce and has continuously used the marks since adoption; and

WHEREAS, ITG Software, Inc., a Delaware corporation, having a place of business at 1810 14th Street Suite 208A, Santa Monica, CA 90404 ("ASSIGNEE") is desirous of acquiring said mark and all variations thereof, including any design or other element used with or related to said mark, together with the goodwill of the business connected with the use of and symbolized by said mark,

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR hereby assigns and transfers to ASSIGNEE its entire right, title and interest in and to said mark, together with the goodwill of the business connected with the use of and symbolized by said mark and all variations thereof.

Executed as of the 1st day of January 2001.

ITG INC.

By: P. Mats Goebels
Name: P. Mats Goebels
Title: Senior Vice President, General
Counsel and Secretary

ITG SOFTWARE, INC.

By: Matt Singerman
Name: Matt Singerman
Title: President and Treasurer

APPENDIX A

QUANTEX - Registration No. 1,775,009 Dated: June 8, 1993
TCA - Serial No. 75/859,982 Filed on November 30, 1999

NY2 - 916489.1