



FORM PTO-1594
1-31-92

101978699

FORM COVER SHEET
ARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patents and Trademark Office

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

1. Name of conveying party(ies):

Schwab Retirement Technologies, Inc.

Individual(s) Association

General Partnership Limited Partnership

Corporation-State: North Carolina

Other:

Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Name: Charles Schwab & Co., Inc.

Internal Address:

Street Address: 101 Montgomery Street

City: San Francisco State: CA Zip: 94101

Individual(s) citizenship:

Association

General Partnership

Limited Partnership:

Corporation-State: California

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 names and addresses attached? Yes No

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other:

Execution Date: December 13, 2001

4. Application Number(s) or Registration Number(s).

A. Trademark Application No(s): 76/281257

Additional numbers attached? Yes No

B. Trademark Registration No(s):

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

Name: Johanna F. Sistik
TOWNSEND AND TOWNSEND AND CREW LLP
Two Embarcadero Center, 8th Floor
San Francisco, California 94111-3834
(415) 576-0200

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40.

Enclosed Charge Fees to Deposit Account

Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

8. Deposit account number: 20-1430

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

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

Johanna F. Sistik
Name of Person Signing

Signature

12/17/01
Date

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

10. Change Correspondence Address to that of Part 5? Yes No

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Commissioner for Trademarks
Box: Assignments
Washington, D.C. 20231

02/08/2002 BTOM11 00000081 201430 75281257

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TRADEMARK ASSIGNMENT

This ASSIGNMENT is made from Schwab Retirement Technologies, Inc., a North Carolina corporation, located and doing business at 7520 East Independence Boulevard, Charlotte, North Carolina 28227 (hereinafter "Assignor"), to Charles Schwab & Co., Inc., a California corporation located and doing business at 101 Montgomery Street, San Francisco, California 94101 (hereinafter "Assignee").

WHEREAS, Assignor claims and warrants that it owns all rights, title and interest of every kind, nature or description in and to the trademark SCHWAB RETIREMENT TECHNOLOGIES (hereinafter "the Mark"), including the U. S. application therefore, namely, Serial No. 76/281257, filed on July 6, 2001 (hereinafter "the Application"), all goodwill of the business pertaining thereto, all rights to use and register the Mark or collect royalties for the licensing thereof, and all claims for infringement thereof (hereinafter "All Rights in the Mark"); and,

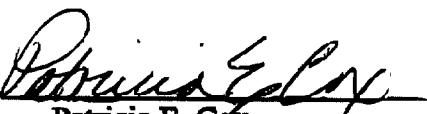
WHEREAS, Assignor and Assignee wish for Assignee to acquire All Rights in the Mark and the Application including all good will of the business pertaining thereto.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby sell, assign, set over and transfer to Assignee All Rights in the Mark, including the entire right, title and interest it may hold in and to the Mark, and all past, present and future registrations and applications therefor, including but not limited to the Application, together with the whole of the good will of the business pertaining thereto. The rights of Assignee at common law and/or to the end of the term or terms of which registration of the Mark may be granted or renewed are to be held and enjoyed by Assignee for Assignee's own use and enjoyment, and for the use and enjoyment of its successors, assigns and

other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment and sale had not been made; including all claims for royalties for licensing of the Mark and damages by reason of past infringement(s) of the Mark, with the right to sue for and collect the same for its own use and benefit, for the use, benefit and on behalf of its successors, assigns and other legal representatives.

In Witness Hereof, Assignor has executed this Assignment effective as of the date executed below.

Dated: 12-13-01

By: 
Patricia E. Cox
Vice President
Schwab Retirement Technologies, Inc.

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