

06-12-2002

FORM PTO-1594



5/28/02

102118880

HEET

Attorney Docket No.

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

1. Name(s) of conveying party(ies):

Name: PeopleFirst Finance, LLC

Address: 401 West A Street, Ste. 1000
San Diego, CA 92101

- Individual(s)
- General Partnership
- Corporation
- Association
- Limited Partnership

Other: Limited Liability Corporation

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name

Other:

Execution Date:

February 27, 2002

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

Name: Capital One Financial Corporation

Address: 2980 Fairview Park Drive, Suite 1300
Falls Church, Va. 22042

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation
- Other:



05-28-2002

U.S. Patent & TMOfo/TM Mail Rcpt Dt. #11

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

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

A. Trademark Application No.(s)

N/A

B. Trademark Registration No.(s)

2525130
2425889

Additional numbers attached? Yes No

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

Name: Karen Kontje Waller, Esquire

Address: Capital One Financial Corporation

11013 West Broad Street

Internal Zipcode: 12061-0460

Glen Allen, Va. 23060

(804) 967-8654

fax (804) 967-1822

karenk.waller@capitalone.com

00000166 501666 2525130

25.00 CH

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 80.00

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

06/11/2002 DBYRNE

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TRADEMARK
REEL: 002523 FRAME: 0447

8. Deposit account number:

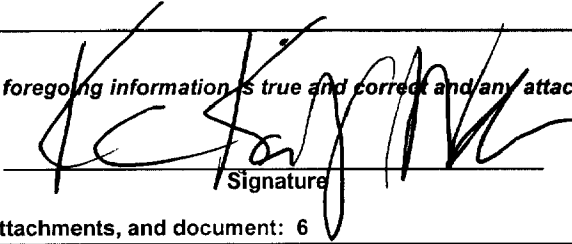
501666

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.

Karen Kontje Waller
Name of Person Signing



Signature

March 6, 2002
Date

Total number of pages including cover sheet, attachments, and document: 6

NUNC PRO TUNC ASSIGNMENT

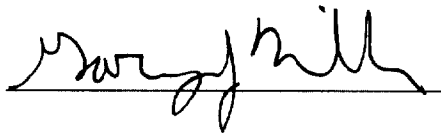
PeopleFirst Finance, LLC, a limited liability corporation with its principal place of business at 401 West A Street, Suite 1000, San Diego, California, 92101 ("Assignor"), is the record owner of the registered U.S. trademarks identified in Exhibit A, **BLANK CHECK** and **GIGGO** ("the Trademarks").

On August 31, 2001, Capital One Financial Corporation, a corporation with its principal place of business at 2980 Fairview Park Drive, Suite 1300, Falls Church, Virginia, 22042 ("Assignee"), acquired the Trademarks from Assignor. Assignee is the owner in fact of the Trademarks and the parties desire to reflect this fact in the records of the U.S. Patent and Trademark Office.

In consideration of the foregoing, and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns nunc pro tunc, effective August 31, 2001, to Assignee all of its rights, title, and interests in and to the Trademarks, together with the goodwill of the business associated with the Trademarks, and the right to sue and recover for any past infringements, dilution, and any other violations.

The Commissioner is requested to issue the certificates of registration to Assignee and return same to the following address:

Karen Kontje Waller, Esquire
Capital One Financial Corporation
11013 West Broad Street
Internal Zipcode: 12061-0460
Glen Allen, Va. 23060
(804) 967-8654
fax (804) 967-1822
karenk.waller@capitalone.com

By: 

Name: Gary J. Miller

Title: Chief Executive Officer

For: PeopleFirst Finance, LLC

Date: February 27, 2002

By: 

Name: Frank LaPrade, Esquire

Title: Vice-President & Deputy General Counsel

For: Capital One Financial Corporation

Date: February 1, 2002

EXHIBIT A

MARK
BLANK CHECK

REG. NO.
2525130

REG. DATE
January 1, 2002

GIGGO

2425889

January 30, 2001