

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent 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):

Executive Re, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Assignment and Withdrawal

Execution Date: December 15, 2000

2. Name and address of receiving party(ies)

Name: Sullivan Kelly, Inc.

Internal

Address:

Street Address: 82 Hopmeadow Street

City: Simsbury State: CT Zip: 06070

- 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 (Designations 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)

B. Trademark Registration No.(s) 2,143,806

Additional number(s) attached Yes No

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

Name: William J. Heller, Esq.

Internal Address: McCarter & English, LLP

Four Gateway Center

Street Address: 100 Mulberry Street

City: Newark State: NJ Zip: 07102

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

502639

DO NOT USE THIS SPACE

9. Signature.

JOHN E. WISINGER Name of Person Signing

Signature

10/29/03

Date

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

2

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

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**ASSIGNMENT AND WITHDRAWAL**

This Assignment and Withdrawal is made as of the 15<sup>th</sup> day of December, 2000 by and between EXECUTIVE RE INC., a Delaware corporation ("Seller"), and SULLIVAN KELLY, INC., a California corporation ("Purchaser").

WHEREAS, Seller has agreed to assign to Purchaser Seller's 30% general partnership interest in Executive Risk Management Associates, a Connecticut general partnership (the "Partnership Interest");

NOW, THEREFORE, in consideration of the premises, and other good and valuable consideration, the receipt of which is hereby acknowledged, Seller does hereby sell, assign, transfer and deliver to Purchaser and its successors and assigns forever all of Seller's right, title and interest in the Partnership Interest, and all assets associated therewith, including, without limitation, the capital account containing Seller's capital contributions (the "Assignment") pursuant to the terms of the Second Amended and Restated General Partnership Agreement, dated as of January 1, 1994, between Seller and Chubb Executive Risk Inc. (formerly known as Executive Risk Inc.) (the "Partnership Agreement"), and Purchaser hereby accepts such Assignment and agrees to become a party to, and bound by, the Partnership Agreement on and after the date hereof as if Purchaser had executed the Partnership Agreement.

Seller hereby withdraws as a general partner of Executive Risk Management Associates.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment and Withdrawal as of the date first written above.

EXECUTIVE RE INC.  
By: John F. Kearney  
Title: SR VP

SULLIVAN KELLY, INC.  
By: Paul J. Romange  
Title: VICE PRES.

In accordance with and as required by Section 10.1 of the Partnership Agreement, the undersigned hereby consents to the Assignment, and to Purchaser becoming a partner under the Partnership Agreement, as of the date first written above:

CHUBB EXECUTIVE RISK INC.  
(f/k/a Executive Risk Inc.)  
Partner of Executive Risk Management Associates

By: Ralph E. Jones  
Name: RALPH E. JONES  
Title: PRESIDENT

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