

VIA TELEFACSIMILE - 703-306-5995

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

To the Director of the United States Patent and Trademark Office. Please record the attached original documents or copy thereof.
P.O. Box 1450
Alexandria, VA 22313-1450

1. Name of conveying party(ies):

BNY Direct Execution Inc.

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

Additional name(s) of conveying party(ies) attached?

Yes No

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

Name: BNY Brokerage Inc.

Internal Address

Street Address -1633 Broadway

City New York State NY ZIP 10019

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation Delaware
- 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 name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: February 5, 2004

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

A. Trademark Application No.(s)

B. Trademark registration No.(s) See attached schedule

Additional numbers attached? Yes No

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

JONES DAY
222 East 41st Street
New York, New York 10017

Attn: Ilene B. Tannen, Esq.

File No.: 7935-016/023-999

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41)..... \$ 65
Please charge to the deposit account listed in Section 8.

8. Deposit account number:
16-1150

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.

Ilene B. Tannen

Name of Person Signing

Reg. No.

Signature

February 20, 2004
Date

Total number of pages comprising cover sheet: 2

Mail documents to be recorded with required cover sheet information to:
Director of the United States Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

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SCHEDULE A

MARK	APPL. NO.	REG NO.
A WINDOW TO THE MARKETPLACE		2,175,491
BNY DIRECT EXECUTION	76/467183	

ASSIGNMENT OF TRADEMARKS - U.S.

WHEREAS, BNY Direct Execution Inc., a Delaware corporation, located at 20 Broad Street, New York, New York 10005, is the owner of the trademarks and their corresponding applications/registrations listed on Schedule A attached hereto (hereinafter "the Marks");

WHEREAS, BNY Brokerage Inc., a Delaware corporation, located at 1633 Broadway, New York, New York 10019, is desirous of acquiring said rights in and to the Marks listed on Schedule A;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, BNY Direct Execution Inc., does hereby assign unto BNY Brokerage Inc., all right, title and interest in and to the Marks, together with the goodwill symbolized by the Marks and the applications/registrations thereon, together with all accrued causes of action for infringement or misappropriation thereof.

BNY DIRECT EXECUTION INC.Dated: Feb 5, 2004By: Name: JOSEPH N. CAMPBELLTitle: MANAGING DIRECTOR

SCHEDULE A

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