

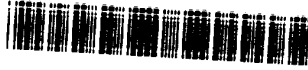
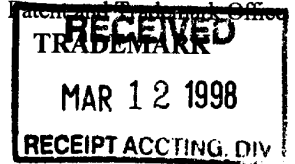
MKD

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027

6-5-98

U.S. DEPARTMENT OF COMMERCE

06-12-1998



R SHEET

Our Refs.: 13197-003, 005, 019, 023, 030

050,052,056,060, 078, 079, 080

100737555

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New  
 Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_  
 Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_  
 Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Conveyance Type

Assignment \_\_\_\_\_ License  
 Security Agreement \_\_\_\_\_ Nunc Pro Tunc Assignment  
 Merger  
 Change of Name  
Effective Date  
Month Day Year  
\_\_\_\_\_ 11/4/97  
Other \_\_\_\_\_

Conveying Party

\_\_\_\_ Mark if additional names of conveying parties attached

Name General Electric Capital Corporation Effective Date  
Month Day Year  
\_\_\_\_\_  
Formerly \_\_\_\_\_ 11/4/97  
 Individual  General Partnership  Limited Partnership  Corporation  Association  
 Other  
 Citizenship/State of Incorporation/Organization New York

Receiving Party

\_\_\_\_ Mark if additional names of receiving parties attached

Name GE Financial Assurance Holdings, Inc.  
DBA/AK/TA \_\_\_\_\_  
Composed of \_\_\_\_\_  
Address (line 1) 6604 West Broad Street  
Address (line 2) Richmond, Virginia 23230  
Address (line 3) \_\_\_\_\_  
 Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)  
 Corporation  Association  
 Other \_\_\_\_\_  
 Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

08/20/1998 TTON11 00000051 826553  
01 FC:481 40.00 OP  
02 FC:482 300.00 OP

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231

TRADEMARK  
REEL: 1739 FRAME: 0411

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name \_\_\_\_\_

Address (line 1) \_\_\_\_\_

Address (line 2) \_\_\_\_\_

Address (line 3) \_\_\_\_\_

Address (line 4) \_\_\_\_\_

**Correspondent Name and Address**

Area Code and Telephone Number (202) 467-7237

Name Kerry A. Krzynowek, Esq.

Address (line 1) MORGAN, LEWIS & BOCKIUS LLP

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, D.C. 20036-5869

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

# \_\_\_\_\_

**Trademark Application Number(s) or Registration Number(s)**

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Mark if additional numbers are attached

**Trademark Application Number(s)**

**Registration Number(s)**

74/589,555  
75/182,108  
75/186,490  
75/212,573

826,553      1,649,683  
872,770      1,652,586  
1,087,469    1,658,504  
1,362,432    1,890,117  
1,509,548

**Number of Properties** Enter the total number of properties involved.

# 13

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 340

Method of Payment: Enclosed  Deposit Account \_\_\_\_\_

Deposit Account

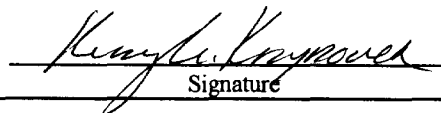
(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: 13-4520

Authorization to charge additional fees: Yes  No \_\_\_\_\_

**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. Charges to deposit account are authorized, as indicated herein.*

Kerry A. Krzynowek  
Name of Person Signing

  
Signature

3/11/98  
Date Signed

**TRADEMARK ASSIGNMENT**

This Agreement is made as of the 4<sup>th</sup> day of November 1997, by General Electric Capital Corporation, a New York corporation, having a principal business address at 260 Long Ridge Road, Stamford, Connecticut 06927 (hereinafter "Assignor"), in favor of GE Financial Assurance Holdings, Inc., a Delaware corporation, having a principal place of business at 6604 West Broad Street, Richmond, Virginia 23230 ("Assignee").

WHEREAS, Assignor is the owner of all right, title and interest in and to the trademarks set forth in the attached Schedule A (the "Marks"), the applications for federal registration and federal registrations therefor, and the goodwill developed through the use of the Marks;

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Marks, the applications for federal registration and federal registrations therefor, and the goodwill developed through the use of the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby assigns and transfers to Assignee, the entire right, title and interest in and to the Marks, any applications for federal registration or federal registrations therefor, and the goodwill of the business symbolized by the Marks. All rights and privileges, including the right to sue for and receive all damages from past infringements of the Marks, will be held and enjoyed by the Assignee, its successors, assigns and other legal representatives.

**GENERAL ELECTRIC CAPITAL CORPORATION**

By:  \_\_\_\_\_

Name: Michael D. Fraizer

Title: Senior Vice President, Insurance/Investment Products

**SCHEDULE A**

<b><u>Mark</u></b>	<b><u>Registration No.</u></b>
COLONIAL PENN	1,362,432
COLONIAL PENN Plus Revolutionary Figure Design	1,658,504
CP Design	872,770
GUARDING YOUR FUTURE	1,649,683
Revolutionary Figure Design	1,652,586
COLONIAL CARE	1,509,548
COORDINATED CARE	826,553
FRIENDS OF COLONIAL PENN	1,890,117
MATURE CARE 65	1,087,469

<b><u>Mark</u></b>	<b><u>Serial No.</u></b>
COLONIAL PENN SAFE DRIVER CENTER	75/186,490
CP DIRECT	75/182,108
COLONIAL PENN ROADSIDE ASSISTANCE PLAN	74/589,555
RENEWAL REWARDS	75/256,192
VALET REPAIR	75/212,573
WHERE SAFE DRIVERS FINISH FIRST	75/164,388

W481A/165294.1