

10-31-2000

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FORM PTO-1584

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):

TM Acquisition Corp.

- Individual(s) U.S.
- General Partnership
- Corporation - Delaware
- Other:

- Association
- Limited Partnership

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

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

Non-Residential Assets LLC
6 Sylvan Way
Parsippany, NJ 07054-0278

- Individual(s) Citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other: Limited Liability Company of Delaware

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(s) attached: Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other:

- Merger
- Change of Name

Effective Date: March 16, 2000

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

A. Trademark Application No.(s)

75/629,004

B. Trademark Registration No.(s)

2,059,364
1,598,908

Additional Numbers attached? Yes No

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

Name: Howard J. Shire, Esq.
Address: KENYON & KENYON
One Broadway
New York, New York 10004

6. Total number of applications and registrations involved: 55

7. Total fee (37 C.F.R. 3.41) \$ 1,140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: **11-0600**

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.

Marjorie Rook

Name of Person Signing

Marjorie Rook
Signature

September 22, 2000

Date

Total number of pages comprising cover sheet:

SCHEDULE A
TO ASSIGNMENT

TRADEMARK	CLASSES	APPLICATION NO.	REGISTRATIO N NO.	STATUS
COLDWELL BANKER COMMERCIAL & Design	35	75/120713	2059364	Registered
COLDWELL BANKER COMMERCIAL & Design	36	73/787763	1598908	Registered
COLDWELL BANKER COMMERCIAL CB	36	75/629004		Pending

TRADEMARK	CLASSES	APPLICATION NUMBER	REGISTRATION NUMBER	STATUS
1. AT HOME	16	74/101878	1,704,874	Registered
2. BEST BUYER GUIDEBOOK	16	74/102196	1,697,577	Registered
3. BEST BUYER HOME FACTS	36	74/531792	1990312	Registered
4. BEST BUYER HOME FACTS & Design	36	74/644559	1971137	Registered
5. CB & Design	35/36	210971	1153366	Registered
6. CB COLDWELL BANKER	35, 36	73/210972	1173560	Registered
7. COLDWELL BANKER	35	75/152362	2057608	Registered
8. COLDWELL BANKER	35/36	73/211116	1154155	Registered
9. COLDWELL BANKER CB REFERRAL NETWORK, INC. & Design	35	74/204513	1707158	Registered
10. COLDWELL BANKER CB & Design	35	75/152363	2059501	Registered
11. COLDWELL BANKER CB & Design	36	346790	1215241	Registered
12. COLDWELL BANKER CB ONLINE & Design	36	75/042306	2020949	Registered
13. COLDWELL BANKER CONCIERGE	42	75/588856		Pending
14. COLDWELL BANKER CONCIERGE	42	75/630167		Pending
15. COLDWELL BANKER PRESERVING TRUST	35, 36	74/393922	1823139	Registered
16. COLDWELL BANKER PREVIEWS EXCEPTIONAL PROPERTIES & Design	36	74/486514	1918994	Registered
17. COLDWELL BANKER PREVIEWS MARKETING EXCEPTIONAL PROPERTIES SINCE 1933	36	75/252352	2154809	Registered
18. COLDWELL BANKER UNIVERSITY	41	74/425646	1,842,126	Registered
19. COLDWELL BANKER UNIVERSITY & Design	41	74/271442	1,788,525	Registered
20. COLDWELL BANKER UNIVERSITY & Design	41	74/421411	1876968	Registered
21. E-LIST	36	75/735874		Pending

22. EVERY DAY. EVERYWHERE. UNTIL IT'S SOLD.	36	75/284235	2156780	Registered
23. EVERY DAY UNTIL IT'S SOLD	36	74/428305	1924044	Registered
24. EXPECT THE BEST	36	576580	1440174	Registered
25. EXPECT THE BEST	36	74/193715	1700825	Registered
26. GLOBALNET	35/36	75/024119	2100099	Registered
27. GLOBALNET	39/41	75/153284	2,198,869	Registered
28. GUARDIAN	42	74/102195	1823333	Registered
29. HELPING OTHERS THROUGHOUT THE HOLIDAY SEASON	36	74/561955	1959391	Registered
30. HOMEMATCH	35/36	74/535397	2034125	Registered
31. HOMENET	36	74/235303	1877938	Registered
32. HOMES INTERNATIONAL	36	74/083262		Pending
33. INTERCEDE	36	74/641414	1963132	Registered
34. IRA E. BERRY	36		1389414	Registered
35. MAKING REAL ESTATE REAL EASY	36	75/229942	2173895	Registered
36. NATIONWIDE & Design	35		1153369	Registered
37. PERSONAL RETRIEVER	36	75/380191	2235393	Registered
38. PRESERVING THE TRUST	35	74/025079	1625165	Registered
39. PRESERVING THE TRUST	36	74/393851	1823177	Registered
40. PREVIEWS (Stylized)	35	71/620930	565757	Registered
41. REAL ADVANTAGES. REAL SUCCESS	35	75/528490	2,283,160	Registered
42. REAL SERVICE.REAL SATISFACTION	36	75/524274	2,310,906	Registered
43. RELOCATION 1 & Design	35/36	74/291633	1852562	Registered
44. RNI	35	74/199528	1707155	Registered
45. SCHLOTT	36	74/212182	1741679	Registered
46. SCRIBE	36/38	74/406466	1827723	Registered
47. SUPPORT YOU CAN COUNT ON	36	74/564143	1964717	Registered
48. SUPPORT YOU CAN COUNT ON & Design	36	74/593370	1922438	Registered
49. THE HOME SELLERS	36	73/525527	1450200	Registered

50. THE FIRST NAME IN...	35	73/311097	1214277	Registered
51. THE ULTIMATE SERVICE	36	75/042307	2,211,401	Registered
52. THEY'LL BE GLAD YOU ASKED	35/36	74/535182	1980125	Registered

COMMON LAW MARKS

COLDWELL BANKER CONCIERGE SERVICE
NEW HOMES SPECIALIST
RESORT PROPERTY NETWORK
THINK EASY.THINK DIFFERENT.THINK NEW.THINK CBNET.
VIRTUAL HOME TOURS
WE'LL SHOW YOU THE WAY HOME
WE'LL MAKE YOU FEEL RIGHT AT HOME

ASSIGNMENT

WHEREAS, TM Acquisition Corp. ("Assignor"), a Delaware corporation, having its principal place of business at 3838 East Van Buren, Phoenix, Arizona 85008, owns the marks listed in the attached Schedule A, some of which are common law marks, some of which are the subject of pending applications for registration in the United States Patent and Trademark Office, and the remainder of which are registered in the United States Patent and Trademark Office;

WHEREAS, Non-Residential Assets LLC ("Assignee"), a limited liability company formed pursuant to the Delaware Limited Liability Company Act and having its principal place of business at 6 Sylvan Way, Parsippany, New Jersey 07054-0278, is desirous of acquiring all right, title and interest in and to said marks, and the applications and registrations thereof, together with the goodwill of the business associated with the marks:

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign to Assignee all of Assignor's right, title and interest in and to all the marks listed in the attached Schedule A, and any applications and registrations thereof, together with the goodwill of the business symbolized by the marks.

TM ACQUISITION CORP.

By V. Ventura
Printed Name Vincent Ventura
Title SVP Corporate Taxes
Date 3/16/00

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks
Box Assignments
Washington DC 20231**

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0605-0011), Washington, D.C. 20503